

UTAH OIL AND GAS CONSERVATION COMMISSION

REMARKS: WELL LOG ELECTRIC LOGS FILE WATER SANDS LOCATION INSPECTED SUB. REPORT/abd.

910227 TXO to Marathon eff. 1-1-91.

DATE FILED 1-16-90
 LAND: FEE & PATENTED STATE LEASE NO. PUBLIC LEASE NO. U-34711 INDIAN

DRILLING APPROVED: 1-22-90 ~~(XXXXXXXXXXXXXXXXXX)~~

SPUDED IN:
 COMPLETED: 5-20-91 LA PUT TO PRODUCING:

INITIAL PRODUCTION:
 GRAVITY A.P.I.
 GOR:

PRODUCING ZONES:
 TOTAL DEPTH:
 WELL ELEVATION:

DATE ABANDONED: LA'D PER BLM EFFECTIVE 5-20-91
 FIELD: HORSESHOE BEND

UNIT:
 COUNTY: UINTAH

WELL NO. TENNIS FED. #28-2 API NO. 43-047-31884

LOCATION 812' FSL FT. FROM (N) (S) LINE. 1783' FWL FT. FROM (E) (W) LINE. SESW 1/4 - 1/4 SEC. 28

TWP.	RGE.	SEC.	OPERATOR	TWP.	RGE.	SEC.	OPERATOR
				6S	21E	28	Marathon Oil Co.

TXO

TXO PRODUCTION CORP.

1800 LINCOLN CENTER BUILDING
DENVER, COLORADO 80264

TELEPHONE (303) 861-4246

January 10, 1990

RECEIVED
JAN 16 1990
DIVISION OF
OIL, GAS & MINING

State of Utah
Division of Oil, Gas and Mining
355 West North Temple
3 Triad Center, Suite 350
Salt Lake City, Utah 84180-1203

Re: Tennis Federal #28-2
(SE/SW) Section 28-T6S-R21E
Uintah County, Utah
Federal Lease No. U-34711

Gentlemen:

Enclosed in triplicate is Form OGC-1a - Application for Permit to Drill along with an archeological clearance for the referenced well. Also included is a copy of the Drilling and Surface Use Plan as submitted to the Bureau of Land Management.

If you have any questions or need additional information, please contact me at this office.

Very truly yours,

TXO PRODUCTION CORP.,

Charles K. Curlee
CP

Charles K. Curlee
Environmental Manager

CKC/gbp

Enclosures

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

(Other instructions on reverse side)

RECEIVED
JAN 16 1990
DIVISION OF OIL, GAS & MINING

APPLICATION FOR PERMIT TO DRILL, DEEPEN OR PLUG BACK

1a. Type of Work
DRILL PLUG BACK
b. Type of Well
Oil Well Gas Well Other Single Zone Multiple Zone

2. Name of Operator
TXO Production Corp. Attn: C.K. Curlee

3. Address of Operator
1800 Lincoln Center Bldg. Denver, CO 80264

4. Location of Well (Report location clearly and in accordance with any State requirements.*)
At surface
812' FSL, 1783' FWL (SE/SW) Section 28-T6S-R21E
At proposed prod. zone

14. Distance in miles and direction from nearest town or post office*
Approximately 12 miles south of Vernal, Utah

15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest drlg. line, if any)
812'

18. Distance from proposed location* to nearest well, drilling, completed, or applied for, on this lease, ft.
approx. 1500' (Fina Fed. #28-1)

21. Elevations (Show whether DF, RT, GR, etc.)
5002' G.R.

23. PROPOSED CASING AND CEMENTING PROGRAM

Size of Hole	Size of Casing	Weight per Foot	Setting Depth	Quantity of Cement
12 1/4"	8 5/8"	24#	300'	200 sacks (approx.) to surf.
7 7/8"	4 1/2"	10.5#	3850'	250 sacks

5. Lease Designation and Serial No.
U-34711
6. If Indian, Allottee or Tribe Name
- - -
7. Unit Agreement Name
- - -
8. Farm or Lease Name
Tennis
9. Well No.
28-2
10. Field and Pool, or Wildcat
(620) Unnamed Horseshoe Bend
11. Sec., T., R., M., or Bk. and Survey or Area

Section 28 -T6S-R21E
12. County or Parrish
Uintah
13. State
UT

16. No. of acres in lease
527.7
17. No. of acres assigned to this well
160
19. Proposed depth
3850' Green River
20. Rotary or cable tools
Rotary

22. Approx. date work will start*
February 10, 1990

All casing will be new K-55.

IN ABOVE SPACE DESCRIBE PROPOSED PROGRAM: If proposal is to deepen or plug back, give data on present productive zone and proposed new productive zone. If proposal is to drill or deepen directionally, give pertinent data on subsurface locations and measured and true vertical depths. Give blowout preventer program, if any.

24. Signed Gary E. Wurdeman Title Dist. Drlg & Prod'n Manager Date Jan. 9, 1990

(This space for Federal or State office use)
Permit No. 13-047-31884 Approval Date _____
APPROVED BY THE STATE OF UTAH DIVISION OF OIL, GAS, AND MINING

Approved by _____ Title _____
Conditions of approval, if any: _____
DATE 1-22-90
BY John R. Dyer
WELL SPACING: Case No. 127-3

*See Instructions On Reverse Side

TXO PRODUCTION CORP.

Well location, TENNIS FEDERAL #28-2, located as shown in the SE 1/4 SW 1/4 of Section 28, T6S, R21E, S.L.B.&M. Uintah County, Utah.

BASIS OF ELEVATION

SPOT ELEVATION AT THE SW CORNER OF SECTION 28, T6S, R21E, S.L.B.&M. TAKEN FROM THE VERNAL SE QUADRANGLE, UTAH, UINTAH COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHICAL MAP). PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 4942 FEET.



CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF

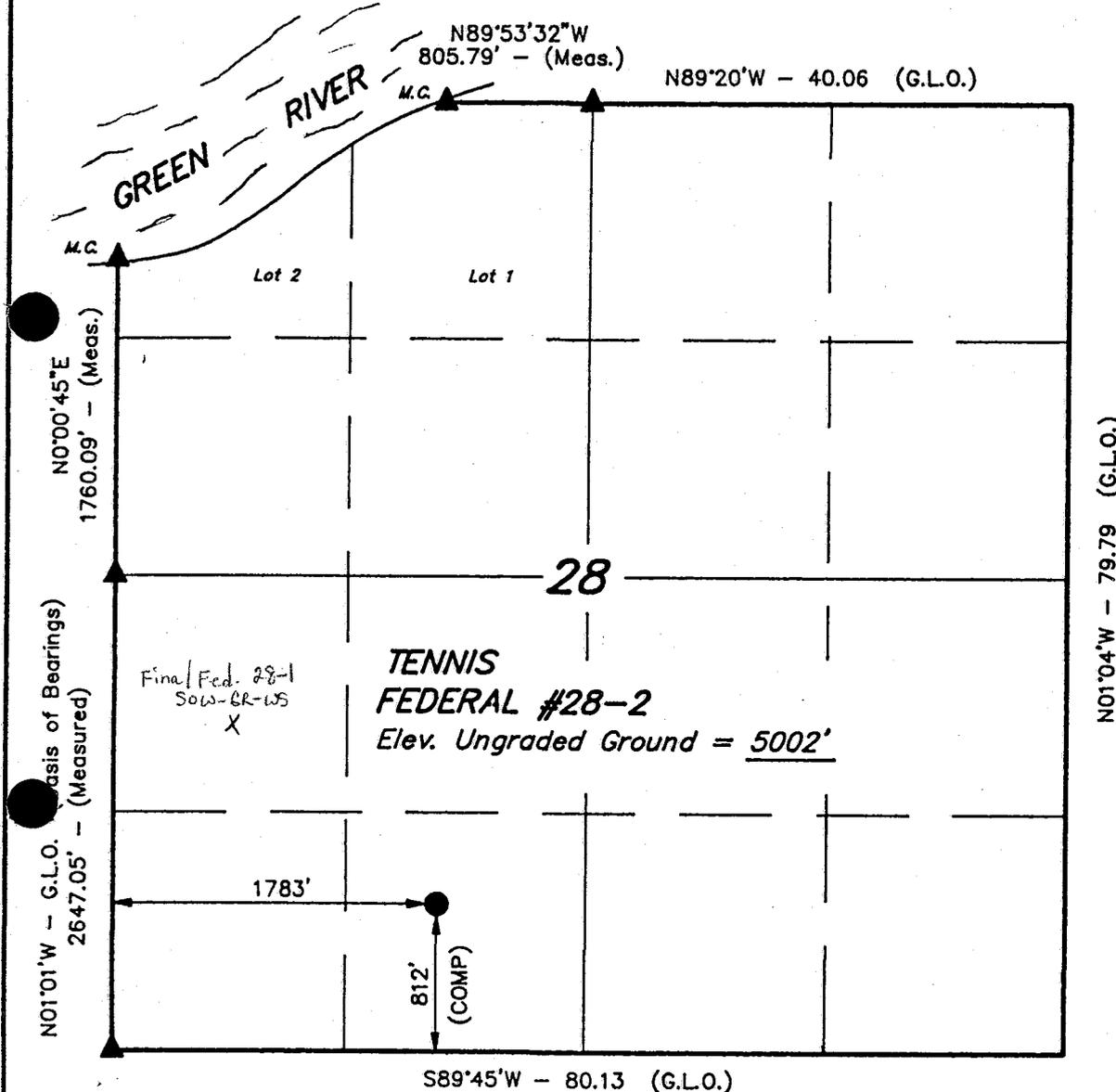
Robert L. Kay
 REGISTERED LAND SURVEYOR
 REGISTRATION NO. 5709
 STATE OF UTAH

REV: 12-12-89

UINTAH ENGINEERING & LAND SURVEYING
 P. O. BOX 1758 - 85 SOUTH - 200 EAST
 VERNAL, UTAH - 84078

SCALE 1" = 1000'	DATE 12-3-89
PARTY D.A. E.M. D.S. T.D.H.	REFERENCES G.L.O. PLAT
WEATHER COOL, CLEAR	FILE TXO PRODUCTION CORP.

T6S, R21E, S.L.B.&M.



▲ = SECTION CORNERS LOCATED. (Brass Caps).

BEFORE THE BOARD OF OIL, GAS & MINING
DEPARTMENT OF NATURAL RESOURCES
IN AND FOR THE STATE OF UTAH

IN THE MATTER OF THE PETITION)	
OF AMERICAN PETROFINA CO. OF)	FINDINGS AND ORDER
TEXAS FOR AN ORDER EXTENDING)	
THE 80-ACRE DRILLING AND)	
SPACING UNITS IN CAUSE NO.)	Docket No. 85-014
<i>127-1</i> 271-1 TO ADDITIONAL LANDS IN)	Cause No. 127-3
UINTAH COUNTY, UTAH)	

Pursuant to the Petition of American Petrofina Company of Texas, this cause came on for hearing before the Board of Oil, Gas & Mining, Department of Natural Resources, State of Utah, on Thursday, March 28, 1985, at 10 o'clock a.m. in the Board Room of the Board of Oil, Gas & Mining, 355 West North Temple, 3 Triad Center, Suite 301, Salt Lake City, Utah. The following Board members were present:

Gregory P. Williams, Chairman
James W. Carter
Charles R. Henderson
Richard B. Larsen
John M. Garr
E. Steele McIntyre

Also in attendance representing the Division of Oil, Gas & Mining were Dr. Dianne Nielson, Director, Ronald J. Firth, Associate Director, Oil & Gas, and John R. Baza, Petroleum Engineer. Counsel to the Division was Barbara W. Roberts, Esq., Assistant Attorney General. Counsel to the Board was Mark C. Moench, Esq., Assistant Attorney General.

Appearing as counsel on behalf of Petitioner was Robert G. Pruitt, Jr., of Pruitt, Gushee & Fletcher, and Leonard L. Hedberg, Rocky Mountain Exploration Manager, testified as an expert witness. Also present was John L. Davis, District Landman.

Mr. Assad M. Raffoul, Petroleum Engineer of the Utah State Office of the Bureau of Land Management was present and participated in questioning the witness and addressing the issues before the Board.

NOW, THEREFORE, the Board having considered the testimony adduced and the exhibits reviewed in said hearing, and being fully advised in the premises, makes and enters the following:

FINDINGS AND CONCLUSIONS

1. Due and regular notice of the time, place and purpose of the hearing was given to all interested parties as required by law and the Rules and Regulations of the Board.

2. The Board has jurisdiction over the subject matter of the Petition and over all parties interested therein and has jurisdiction to make and promulgate the order hereinafter set forth.

3. In Cause Nos. 127-1 and 127-2, this Board has previously ordered that 80-acre stand-up drilling and spacing units be established for the production of oil from the Green River formation and the Green River-Wasatch Transition Zone at a stratigraphic depth of not greater than 7,727 feet underlying Sections 19 and 30, Township 6 South, Range 21 East, SLM

4. According to geologic evidence testified to by Mr. Hedberg, the upper Green River formation (above the Douglas Creek member) constitutes a separate reservoir and source of supply beneath Sections 28, 29 and 32, Township 6 South, Range 21 East, SLM, whereas the Douglas Creek member of the lower Green River formation (herein called the "lower Green River formation") and the Wasatch formation within said Sections 28, 29 and 32 constitute a single reservoir and source of supply as covered by the Orders in Cause Nos. 127-1 and 127-2.

5. Wells drilled to produce oil from the lower Green River and Wasatch formations will most efficiently drain 80 acres each, and wells drilled in the SE $\frac{1}{4}$ of each E $\frac{1}{2}$ of the quarter section and the NW $\frac{1}{4}$ of each W $\frac{1}{2}$ of the quarter section will conform to the existing 80-acre drilling and spacing well pattern for this interval. The existing wells of American Petrofina, Federal 28-1 (NW $\frac{1}{4}$ SW $\frac{1}{4}$ of Section 28), Federal 29-2 (NW $\frac{1}{4}$ SE $\frac{1}{4}$ of Section 29) and State 32-1 (NW $\frac{1}{4}$ NE $\frac{1}{4}$ of Section 32), qualify in all respects as the permitted wells for their respective 80-acre drilling units.

Sufficient evidence now being available upon which to reach a decision, the Board issues the following:

ORDER

IT IS HEREBY ORDERED by this Board as follows:

1. The 80-acre stand-up drilling and spacing units for the production of oil from the lower Green River formation and the Wasatch formation be, and hereby are, established

to cover Sections 28, 29 and 32, Township 6 South, Range 21 East, SLM, each unit comprising the E $\frac{1}{2}$ or the W $\frac{1}{2}$ respectively of each quarter section.

2. No more than one well shall be drilled on any such 80-acre drilling and spacing unit in said Sections 28, 29 and 32 for the production of oil from the lower Green River and Wasatch formations.

3. The permitted well sites in each such 80-acre drilling and spacing unit shall be the SE $\frac{1}{4}$ of the E $\frac{1}{2}$ and the NW $\frac{1}{4}$ of the W $\frac{1}{2}$ of each governmental quarter section.

4. All wells in the spaced area shall be located no closer than 500 feet from the exterior boundaries of each such 80-acre unit provided, however, that exceptions to the foregoing "500 foot rule" may be had without notice or hearing:

(a) Upon filing with the Board, of a petition showing the necessity for the proposed exception location which is based on topographical and/or geological conditions; and

(b) (1) Where the ownership of all oil leases within a radius of 660 feet of the proposed exception location is common with the ownership of the oil leases under the proposed exception location; or

(2) All owners of the operating rights in oil leases within such 660 foot radius consent in writing to the proposed exception location.

5. The effective date of this Order shall be
March 28, 1985, the date of hearing of this matter.

DATED this 26th day of April, 1985.

UTAH BOARD OF OIL, GAS & MINING



Gregory P. Williams, Chairman

Approved as to form:



Mark C. Moench
Assistant Attorney General

DRILLING PLAN

DATE: December 28, 1989
WELL NAME: Tennis Federal #28-2
SURFACE LOCATION: 812' FSL, 1783' FWL (SE/SW)
Section 28-T6S-R21E SLB&M
Uintah County, Utah

FEDERAL OIL & GAS LEASE NO.: U-34711

Be advised that TXO Production Corp. is considered to be the operator on the above described lands and is responsible under the terms and conditions of the lease for the operations conducted on the leased lands or portions thereof, bond coverage for this well is provided by Bond No. 5570134, Principal TXO Production Corp.

I. DRILLING PROGRAM

1. SURFACE FORMATION: Uinta
2. ESTIMATED FORMATION TOPS:

Lower Uinta "B"	3450'
Green River	3800'
Total Depth	3850'
3. ESTIMATED DEPTH AT WHICH OIL, GAS, WATER OR OTHER MINERAL BEARING ZONES ARE EXPECTED TO BE ENCOUNTERED:

Expected Gas Zones: Lower Uinta "B" Zone
4. PRESSURE CONTROL EQUIPMENT:
 - A. After surface casing is set, a double ram-type blowout preventer with blind rams and pipe rams, with minimum working pressure of 2000 psi, will be installed. See Exhibit 1. The anticipated bottomhole pressure is 1700 psi.
 - B. A choke control, fill and kill lines with minimum working pressure of 2000 psi will be installed. Choke and kill lines will be 2" minimum in size.
 - C. The equipment in A and B will be pressure-tested to 2000 psi for a minimum of 15 minutes before drilling surface pipe cement. The blowout preventer will be tested for proper operation daily and during trips.
5. CASING PROGRAM AS PER FORM 3160-3.

6. MUD PROGRAM:

0'-350' Spud mud: 8.8-9.2 ppg; 35-45 viscosity API
350'-2800' Native, 8.8-9.2 ppg; 28-32 viscosity API;
2800'-3800' LSND, 9.0-9.4 ppg, 35-45 viscosity API, WL less than 10
cc's.

Mud flow will be monitored via pit level indicator.

7. CORING, LOGGING, TESTING PROGRAM:

- A. No coring anticipated.
- B. Logging will consist of: GR-SP-DIL from TD to surface casing;
FDC-CNL, GR, CAL from TD to 500' above TD.

8. ABNORMAL CONDITIONS:

- A. No abnormal pressures or temperatures are expected.
- B. No hazardous gases such as H₂S are expected.

9. AUXILIARY EQUIPMENT:

- A. A kelly cock will be used.
- B. A float valve will be run in the drill string above the bit.
- C. A sub with full opening valve will be kept on the derrick floor to stab into DP when kelly is not in use.

10. ANTICIPATED STARTING DATES:

Start location construction	February 10, 1990
Spud date	February 20, 1990
Complete drilling	March 5, 1990
Completed, ready for pipeline	March 20, 1990

11. COMPLETION PROGRAM:

A smaller completion rig will replace the drilling rig for this portion of the operations if the well shows capability of commercial production. After casing is set by the drilling rig, the completion rig will be moved in and productive zones will be perforated, tested and treated as necessary. Gas will be flared during testing. Produced liquid hydrocarbons will be directed to test tanks on location. Produced water will be contained in the drilling reserve pit. The extent of treatment of a zone (acidizing and/or fracing) can only be determined after the zone has been tested. An exact completion program will be furnished after drilling and logging, if requested.

II. SURFACE USE PROGRAM

This Surface Use Program contains all stipulations received during the on-site inspection of the access road and drill site, held December 6, 1989.

1. EXISTING ROADS

- A. From Vernal, Utah proceed 16.9 miles southeast through Naples on new highway. Turn right (west) onto dirt road and proceed 4.4 miles to an intersection. Turn right (northwest) and proceed 4.0 miles to a junction. Turn right following "Fina" signs and proceed 3.0 miles across saddle and into Stirrup area. Turn right and proceed uphill 0.9 miles. Location is about 200' down existing 2-track road.
- B. Access route to location is shown on Exhibit 2.
- C. For development well, all existing roads within one mile color coded in yellow. Refer to Exhibit 3.
- D. Plans for improvement and maintenance of existing roads: Most of the existing roads will require minimal maintenance. During wet periods, maintenance may be necessary to facilitate passage by heavy well servicing equipment. Dry periods may require some road watering to control dust and improve stability. The last 0.9 miles of existing access will require some blading, particularly on steeper grades, prior to drilling activity.

2. PLANNED ACCESS ROAD

- A. The proposed access will use an existing two-track trail as agreed upon during the on-site inspection. Approximately 200' of existing two-track will be upgraded by blading (16' running surface in a 30' right-of-way width) to provide access to the well pad. No culverts, fence cuts, cattleguards or turnouts will be necessary. See Exhibit 4.
- B. All travel will be confined to existing access road rights-of-way. Access roads and surface disturbing activities will conform to standards outlined in the 1989 BLM Publication "Surface Operating Standards for Oil & Gas Exploration and Development."
- C. An access right-of-way grant is needed for access across the SE/4 of Section 29-T6S-R21E and application for that ROW is occurring simultaneously with this APD. A copy of the right-of-way grant will be furnished to the dirt contractor and to the drilling rig along with the approved APD.

3. LOCATION OF EXISTING WELLS

Exhibit 5 is a one-mile radius locating and identifying the following:

- A. Water wells-None

- B. Injection Wells-None
- C. Abandoned Wells-Two
- D. Disposal Wells-None
- E. Producing Wells-Sixteen
- F. Drilling Wells-None
- G. Shut-in Wells-None

4. LOCATION OF EXISTING AND/OR PROPOSED FACILITIES

- A. On-well-pad production facilities, if well is successfully completed for production.

- 1. Proposed facilities and attendant lines in relation to the well pad. Refer to Exhibit 6.
- 2. Dimensions of facilities: Refer to Exhibit 6.
- 3. The production facilities will include: Combination production unit, meter run, and dehydrator, and one small lined production pit. The anticipated location of these facilities is shown on Exhibit 6.

The pit will consist of a large diameter 8' to 10' section of culvert set vertically in cut and topped with expanded metal mesh. This pit will be used in accordance with NTL-2B IV.4. specifications for disposal of less than five barrels of produced water per day. In the event the volume of produced water exceeds 5 BWP, TXO will investigate alternate disposal methods and obtain approval as required by NTL-2B.

- 4. Protective devices and measures to protect livestock and wildlife: The water production pit will be covered with expanded metal mesh to protect livestock and wildlife. Production lines on the location between the wellhead, production equipment, pits, and gas pipeline will be wrapped and buried.
- 5. All permanent structures on-site will be painted a flat, non-reflective earthtone (Desert Brown) within 6 months of installation, excluding OSHA compliance facilities.

- B. Off-well-pad production facilities.

No off-well-pad facilities, other than a gas pipeline, are anticipated.

5. LOCATION AND TYPE OF WATER SUPPLY

- A. Location and type of water supply: TXO is obtaining state approval to draw water from the Green River from several points inside the Stirrup.

Temporary water use permits from the State of Utah will be obtained

for the sources used.

- B. Method of transporting water: The water will either be hauled in trucks by a certified water hauler or pumped to the location via a temporary water line. The truck haul route would use existing roads. The water pipeline would most likely parallel the same roads. Where road crossings are required, the water pipeline will be temporarily buried.
- C. If water well is to be drilled, so state: No water well is contemplated.

6. SOURCES OF CONSTRUCTION MATERIALS

- A. Show information either on map or by written description: It is anticipated that cuts on location will furnish sufficient quantities of material to construct a level location. Topsoil will be stockpiled along the west side of the pad for later use during rehabilitation of the disturbed areas. Excess excavated material from the pit will be stockpiled on the southwest side of the pit for use during rehabilitation. Please refer to Exhibit 7.
- B. Identify if from Federal or Indian Land: The affected land is federal and under the jurisdiction of the Bureau of Land Management.
- C. No additional materials, such as sand or gravel, are to be obtained and a minerals material application is not required. If such fill materials are needed, proper permits will be obtained from BLM if the material source is on federal public land.

7. METHODS OF HANDLING WASTE DISPOSAL

- A. Drill cuttings and drilling fluids will be contained and disposed of in the reserve pit.
- B. Produced fracing fluids will be directed to the reserve pit for evaporation.
- C. Sewage: A portable chemical toilet will be on location during drilling operations.
- D. Garbage and other trash will be placed in a trash cage and removed to a sanitary landfill upon completion. Burning will not be allowed.
- E. Protective Devices: The reserve pit will be fenced on three sides during drilling, and on the fourth side prior to the rig moving off location to protect animals. The flare pit will also be fenced. Fencing will consist of a wire mesh ("stocktight") fence topped with one strand of barbed wire and will be in accordance with the BLM Vernal District Fencing Policy. If any oil is in the reserve pit, it will be removed or overhead flagging will be installed.

- F. Statement regarding proper cleanup when rig moves out: When the rig moves out, all trash and refuse will be removed from the location and hauled to an approved landfill. Burning will not be allowed. All pits will be filled after drying and the area restored as under Item 10 of this plan.
- G. Produced water will be confined to the reserve pit or a storage tank for a period not to exceed 90 days after first production. During the 90-day period, an application for approval of a permanent disposal method (unlined production pit) will be submitted to BLM for approval.

8. ANCILLARY FACILITIES

Identify all proposed camps and airstrips on a map as to their location, area required and construction methods: Camp facilities and use of airstrips are not required.

9. WELL SITE LAYOUT ATTACHMENT AND PROPOSED RIG LAYOUT

- A. Cross section of drill pad with cuts and fills: Refer to Exhibit 7.
- B. Location of mud tank, reserve pit, trash bin, pipe racks and other facilities; rig orientation, parking areas, access road: Refer to Exhibit 7.
- C. Statement regarding pit lining: The reserve pit will be lined with bentonite or a commercial plastic liner unless a naturally impermeable layer is found in the bottom of the reserve pit. A BLM representative will be contacted prior to use of the pit if unlined so that the unlined pit can be inspected by BLM.

10. PLANS FOR RESTORATION OF SURFACE

- A. Backfilling, leveling, contouring, and waste disposal: Immediately upon completion of the well, the site will be cleared of all debris and materials not needed for production and the mouse and rat holes filled. Prior to backfilling, the reserve pit will be allowed to dry by evaporation and any cans, barrels, pipe or other debris will be removed. Cuttings, drilling muds, and similar spent chemicals directed to the reserve pit pursuant to Item 7 above will be buried as the pit is backfilled. The reserve pit will be reclaimed within 180 days from the date of well completion.
- B. All disturbed areas, including either areas of the pad not needed for production facilities or the entire location and access road if a dry hole, will be graded to an appearance consistent with the natural contours. Stockpiled topsoil will then be distributed evenly over these disturbed areas. The disturbed areas will be scarified by plowing or ripping to a depth of 12" and left rough in preparation for reseeding.

- C. Disturbed areas will be reseeded with an appropriate seed mix to be determined by BLM at the time restoration activities begin. Seed will be planted using a disc-type drill set 10" apart. Seed will be planted between one-half and three quarter inches deep. A drag or roller may be used to insure uniform coverage and compaction. Drilling will be done on contour. On slopes too steep for drilling, a "Cyclone" brand seeder or similar broadcast seeder will be used, using twice the recommended amount of seed per acre. Seed will then be covered to the prescribed depth by whatever means is practical.
- D. Seeding will be done from October 1 until ground freeze. If unsuccessful, additional seeding may be required. At such time as the well is P&A'd, a surface reclamation plan will be submitted to BLM via SRA to obtain additional seeding requirements and seed mixes.
- E. Timetable for commencement and completion of rehabilitation operations: Rehabilitation will commence when drilling operations are completed, approximately March 20, 1990 and will be finished within approximately one year. It is anticipated that seeding of the recontoured pad would be performed in the Fall of 1990 following pit backfill and recontouring operations.

11. SURFACE OWNERSHIP

The access road and the well pad are located on public lands managed by the BLM.

12. OTHER INFORMATION

- A. Topography, soil characteristics, geologic features, flora, fauna: The drill site is located on a sloping hillside on a mesa top over 300' above the Green River. Soil in the area is sandy loam. Vegetative cover is sparse, about 25% or less. Plant species in the area include horsebrush, rabbitbrush, spine hopsage and several native grasses. Local fauna include deer, antelope, and various birds and small mammals. No threatened or endangered species are known to occur in the area of the drill site although several endangered fish species occur in the Green River and the threatened bald eagle is a winter resident along the Green.
- B. Other surface-use activities include: Oil and gas production and livestock grazing.
- C. Proximity of water, occupied dwellings: At its closest point, the Green River flows about one mile north of the location. No occupied dwellings occur in the area.
- D. Archeological, historical, or cultural sites: An archeological survey has been conducted for the access road and well pad and the results forwarded to the Vernal BLM Office. If any archeological, historical or cultural sites are discovered during operations, all operations affecting such sites will be suspended and the discovery

reported promptly to BLM.

- E. Noxious weeds along the access road and on the wellsite will be controlled. If herbicides or pesticides are used, prior approval will be obtained from BLM for the specific chemical proposed via a Pesticide Use Proposal.
- F. BLM will be contacted between 24 and 48 hours prior to beginning construction activities at the site. The BLM contact is Byron Tolman at (801) 789-1362. BLM will be notified upon site completion prior to moving on the drilling rig.
- G. No cottonwood trees or other floodplain vegetation on the northwest side of the existing road will be removed or damaged. Equipment will be confined to the pad and access road and use of the existing road will not encroach on the floodplain to the northwest.
- H. The drilling rig and/or other drilling equipment will not be stacked or stored on federal lands after the conclusion of drilling operations without BLM authorization. Any BLM authorization for such rig storage would only be a temporary measure until arrangements are made for storage at off-site commercial facilities.

13. LESSEE'S OR OPERATOR'S REPRESENTATIVES AND CERTIFICATION

- A. Name, address and phone number of the lessee's or operator's field representative who is responsible for assuring compliance with the approved surface use and operations plan.

Gary E. Wurdeman
District Drilling & Production Manager
TXO Production Corp.
1660 Lincoln Street
1800 Lincoln Center Building
Denver, Colorado 80264
(303) 861-4246 - Business
(303) 741-2517 - Residence

Comments regarding the content of this plan or arrangements for an on-site inspection should be directed to:

Charles K. Curlee
Environmental Manager
TXO Production Corp.
1660 Lincoln Street
1800 Lincoln Center Bldg.
Denver, Colorado 80264
(303) 861-4246 - Business
(303) 355-3297 - Residence

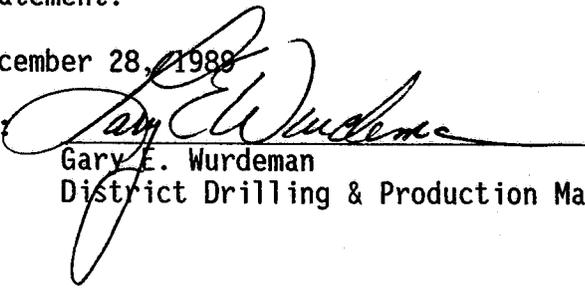
- B. All operations will be conducted in full compliance with all applicable laws, regulations, Onshore Oil and Gas Orders, the approved plan of operations, and any applicable NTL's. TXO

Production Corp. is fully responsible for the actions of its subcontractors. Copies of the approved permit, including all conditions, will be furnished to TXO's field representative and to the dirt contractor (Surface Use Plan portion only) to insure compliance.

- C. I hereby certify that I, or persons under my direct supervision, have inspected the proposed drill site and access route; that I am familiar with the conditions which currently exist; that the statements made in this plan are, to the best of my knowledge, true and correct; and that the work associated with the operations proposed herein will be performed by TXO Production Corp. and its contractors and subcontractors in conformity with this plan and the terms and conditions under which it is approved. This statement is subject to the provisions of 18 USC 1001 for the filing of a false statement.

DATE: December 28, 1989

NAME AND TITLE:


Gary E. Wurdeman
District Drilling & Production Manager

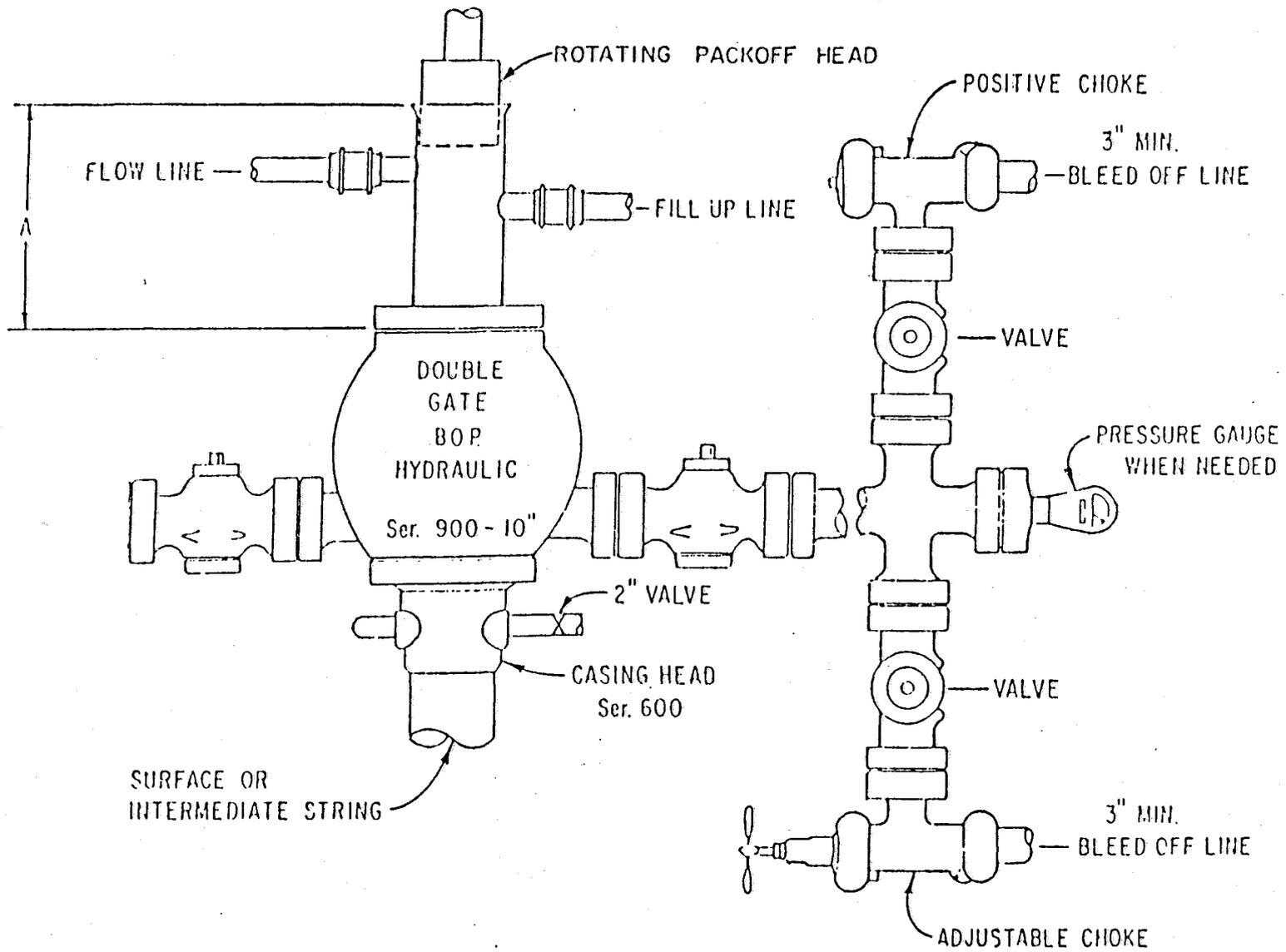
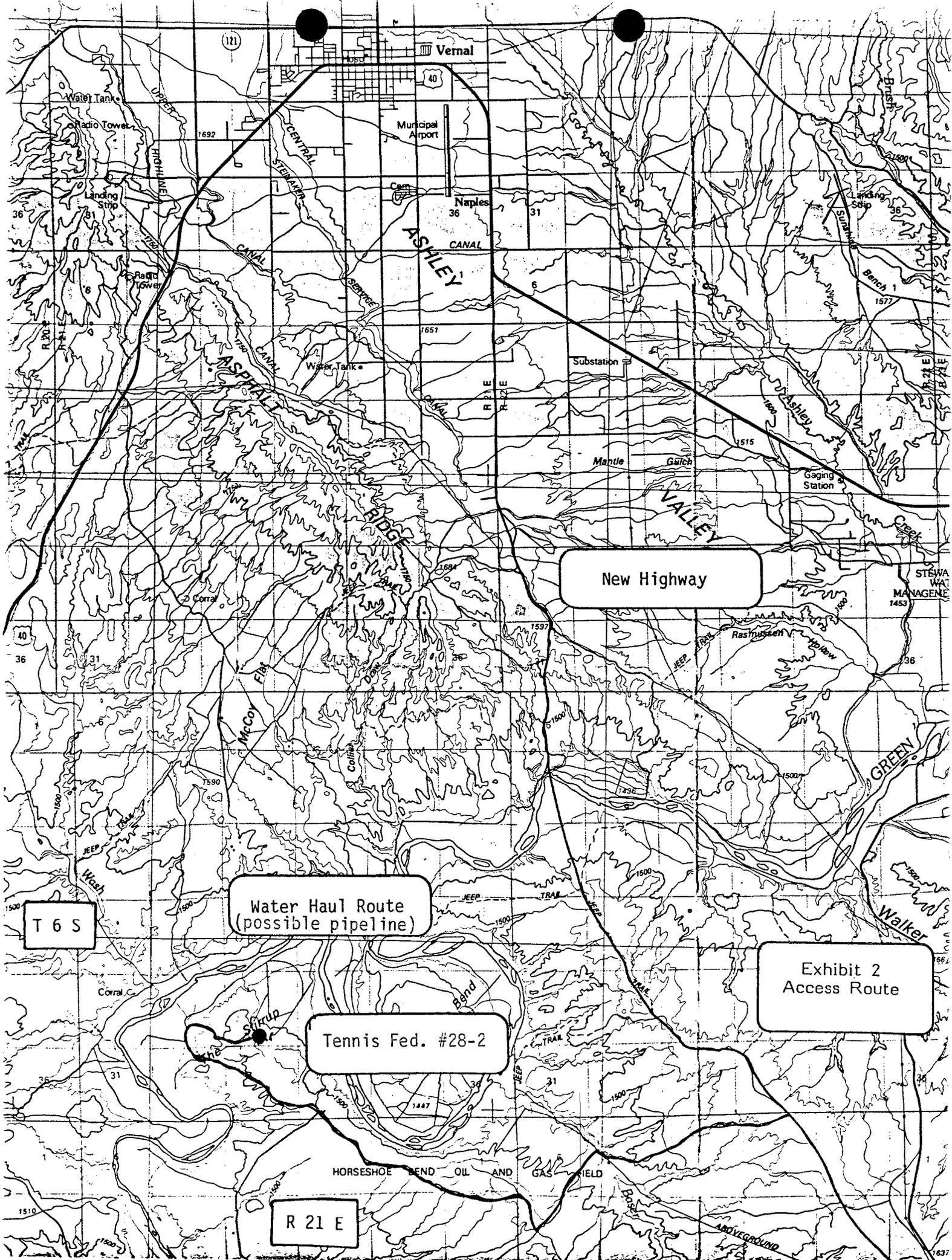


EXHIBIT I
 BLOWOUT PREVENTER DIAGRAM



New Highway

Water Haul Route
(possible pipeline)

Tennis Fed. #28-2

Exhibit 2
Access Route

T 6 S

R 21 E

HORSESHOE BEND OIL AND GAS FIELD

ASHLEY CANAL

VALLEY

GREEN

Walker

Naples

Vernal

Water Tank

1692

1657

1590

1500

1500

1447

1510

1597

1500

1500

1500

1515

1453

1500

1500

1500

1637

121

40

36

40

36

31

1510

31

6

1597

1500

1500

1500

36

1577

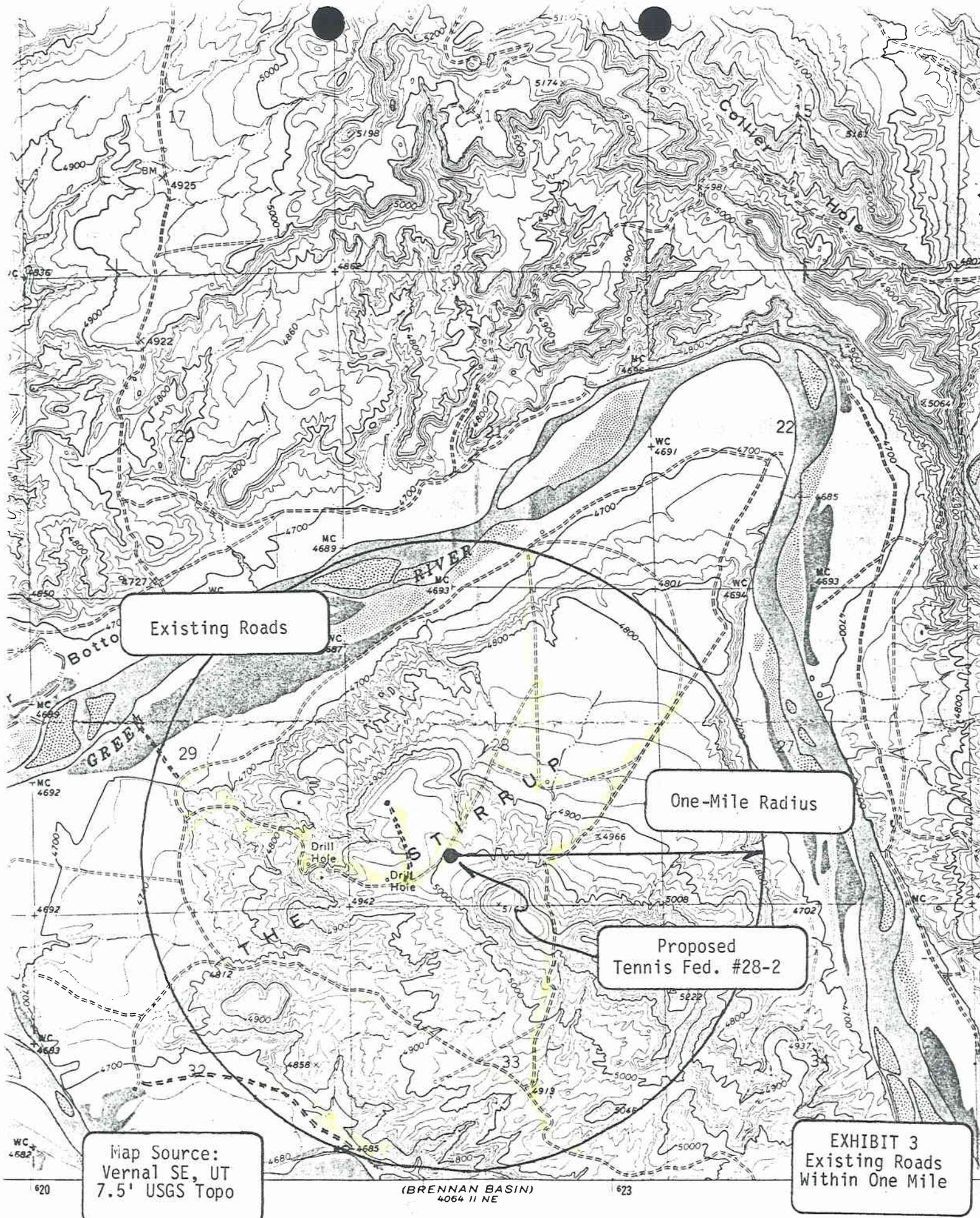
36

36

66

36

1637



Existing Roads

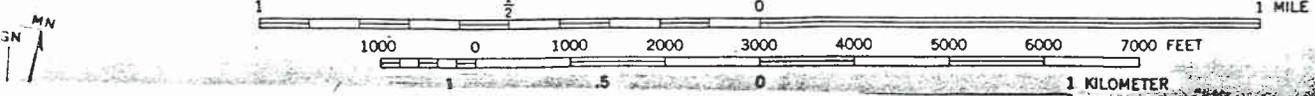
One-Mile Radius

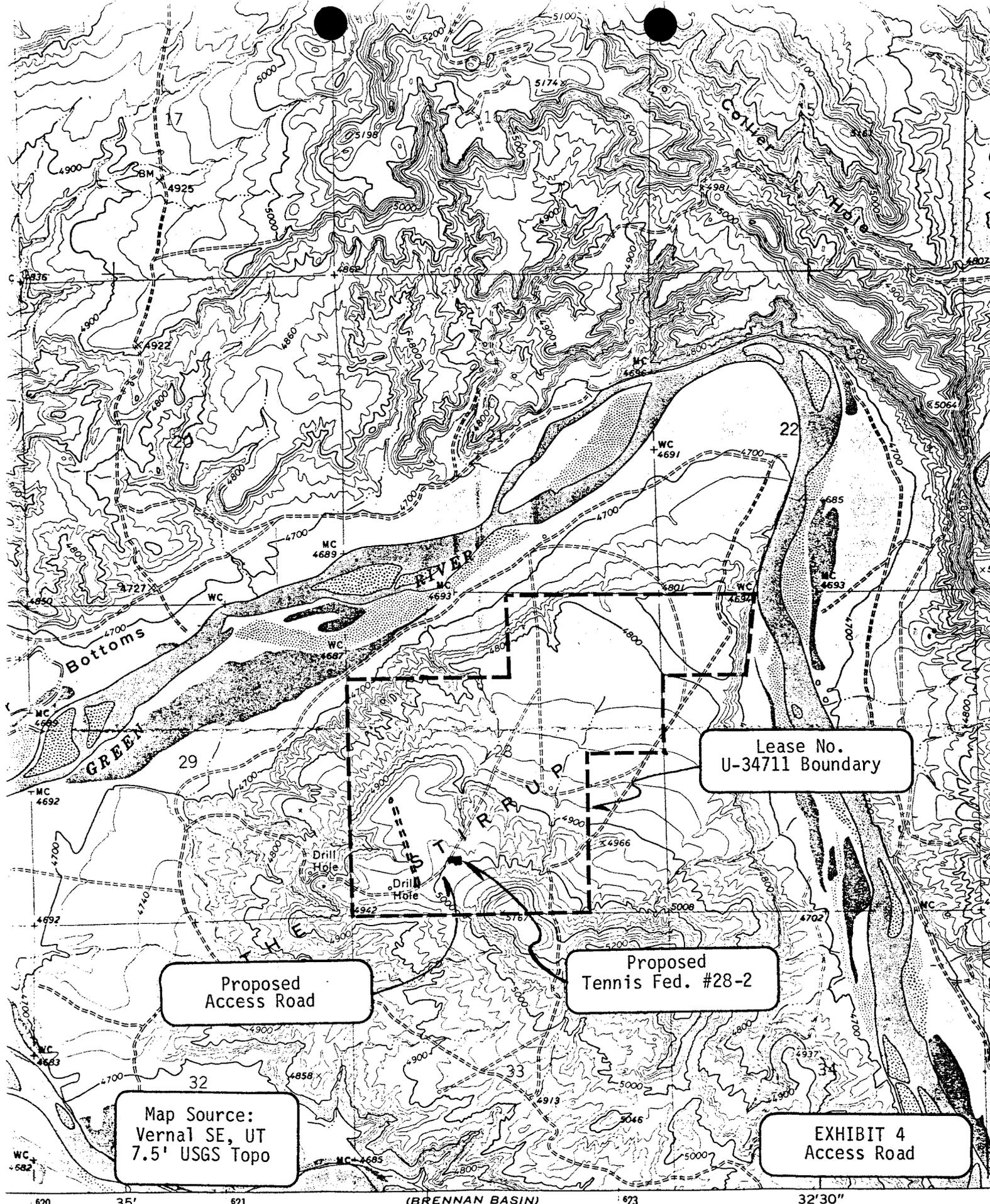
Proposed Tennis Fed. #28-2

Map Source:
Vernal SE, UT
7.5' USGS Topo

EXHIBIT 3
Existing Roads
Within One Mile

SCALE 1:24 000





Lease No.
U-34711 Boundary

Proposed
Access Road

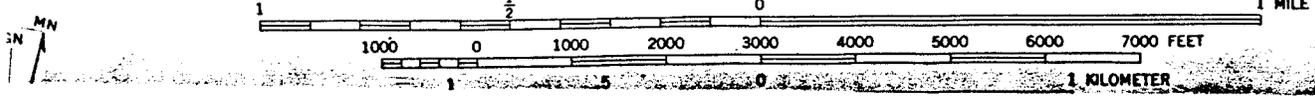
Proposed
Tennis Fed. #28-2

Map Source:
Vernal SE, UT
7.5' USGS Topo

EXHIBIT 4
Access Road

(BRENNAN BASIN)
4064 II NE

SCALE 1:24 000



BM 4866^x

R 21E

CARTER
φ 5022'DF
9002'

RIVER
GREEN

BM 4693^x

TXO
Golf Fed.-1

TXO
Tennis Fed-1

1 Mile R.

T
6
S

T
7
S

GULF
4831'RB
8000'

GULF
2



TXO PRODUCTION CORP.
DENVER DISTRICT

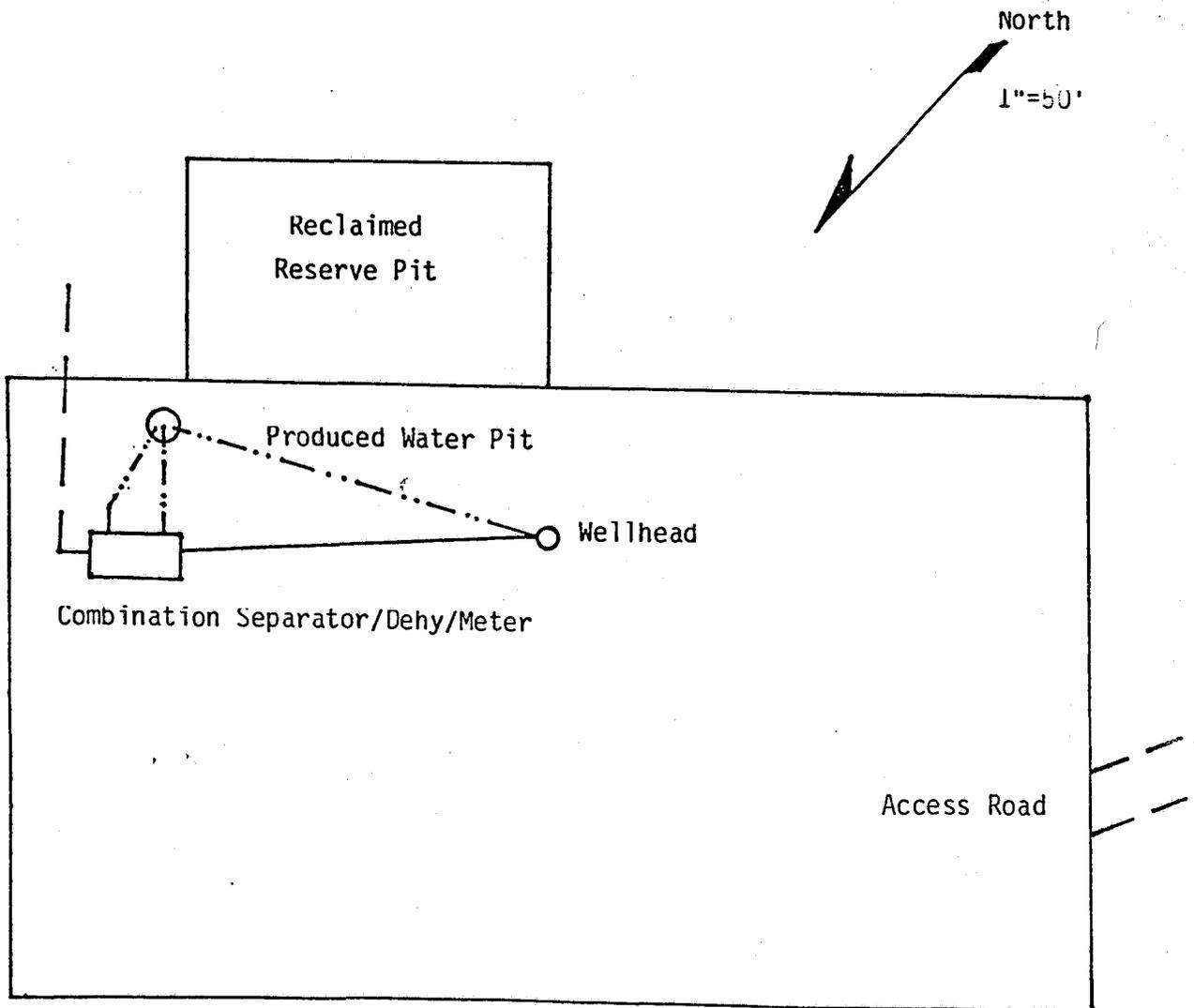
Tennis Federal 28-2
812' FSL, 1783' FWL
Section 28-T6S-R21E
Uintah County, Utah

EXHIBIT 5

EXHIBIT 6

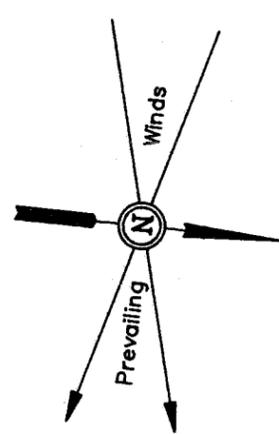
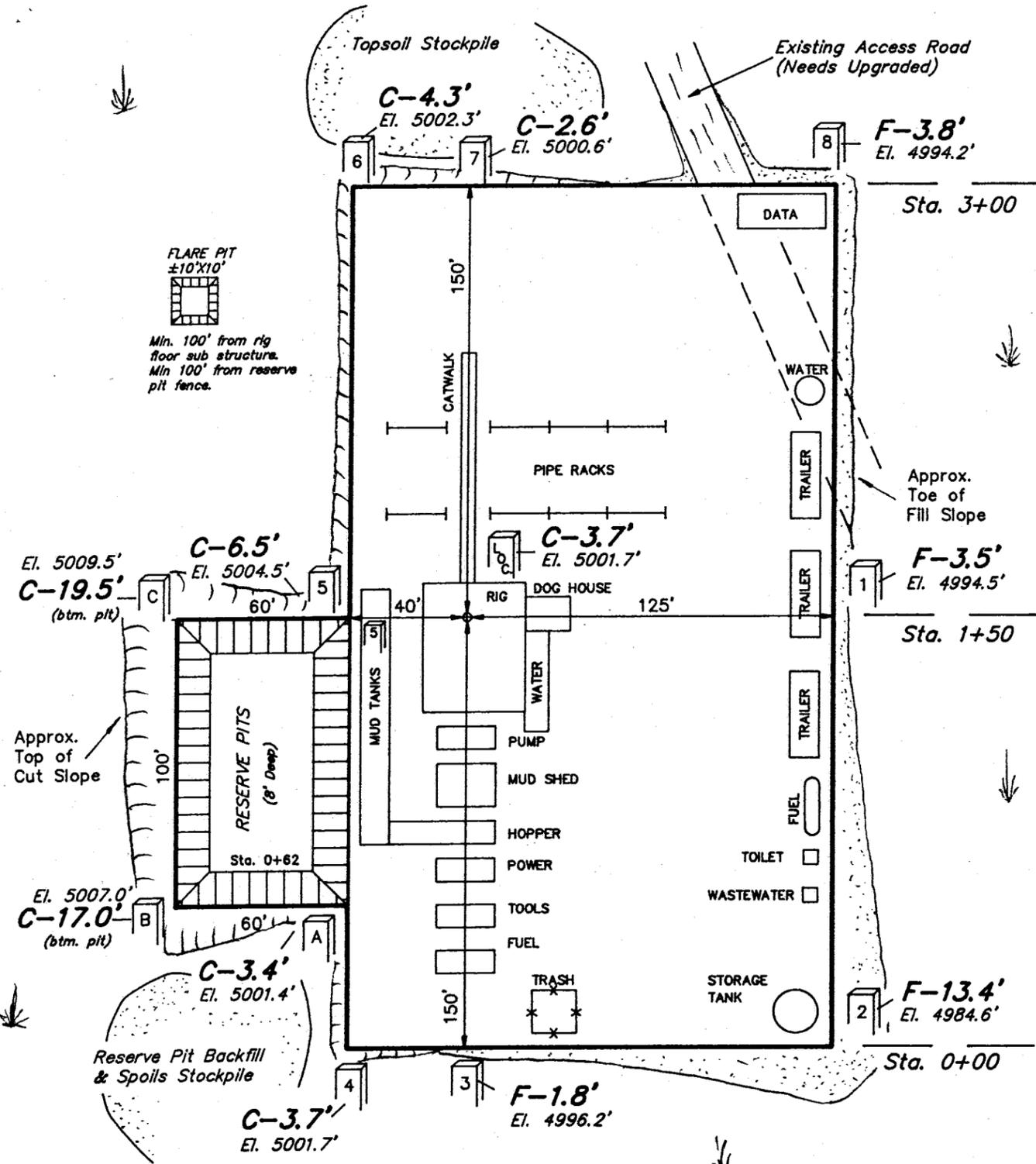
PRODUCTION FACILITIES

Tennis Federal #28-2
Section 28-T6S-R21E
Uintah County, Utah

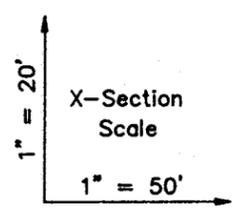


1. All pipelines on location will be coated, wrapped and buried.
2. Sacrificial magnesium anodes will be used for corrosion control, if necessary.
3. The combination separator/dehydrator/meter unit will be an ASME-coded vessel.
4. The water production pit will consist of a large diameter culvert set 8' to 10' deep, leaving a 1' rim above ground level. The bottom will be poured 4" concrete and the top will be covered with expanded steel mesh.

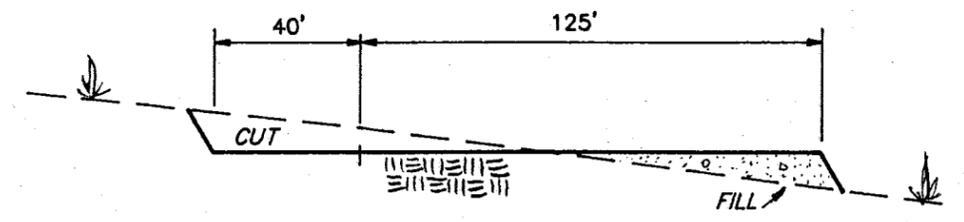
TXO PRODUCTION CORP.
 LOCATION LAYOUT FOR
 TENNIS FEDERAL #28-2
 SECTION 28, T6S, R21E, S.L.B.&M.



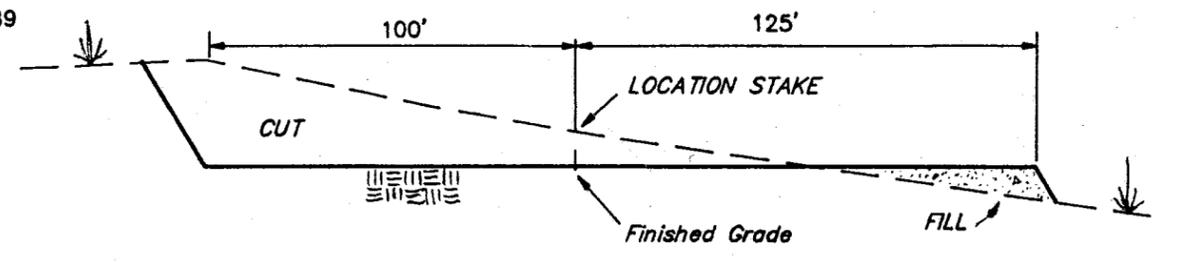
SCALE: 1" = 50'
 DATE: 12-4-89
 REVISED: 12-12-89



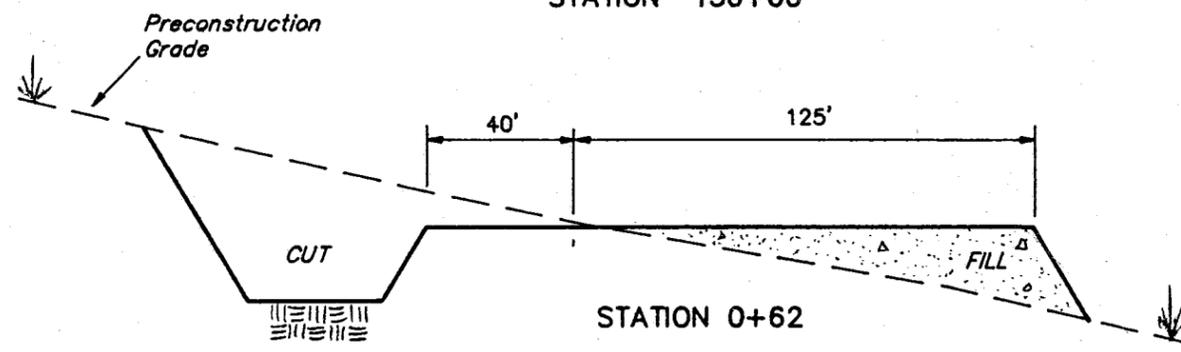
TYP. LOCATION LAYOUT TYP. CROSS SECTIONS



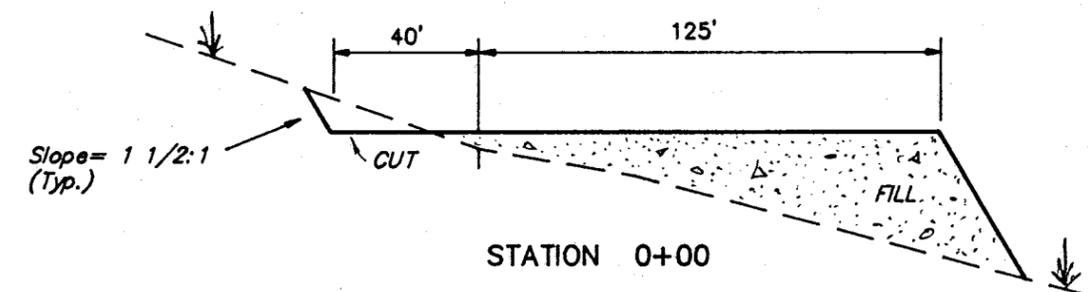
STATION 3+00



STATION 150+00



STATION 0+62



STATION 0+00

APPROXIMATE YARDAGES

(6") Topsoil Stripping = 1,028 Cu. Yds.	EXCESS MATERIAL AFTER 5% COMPACTION = 1,685 Cu. Yds.
Pit Volume (Below Grade) = 1,252 Cu. Yds.	Topsoil & Pit Backfill (1/2 Pit Vol.) = 1,654 Cu. Yds.
Remaining Location = 4,017 Cu. Yds.	EXCESS UNBALANCE (After Rehabilitation) = 31 Cu. Yds.
TOTAL CUT = 6,297 CU.YDS.	
FILL = 4,381 CU.YDS.	

Elev. Ungraded Ground at Location Stake = 5001.7'
 Elev. Graded Ground at Location Stake = 4998.0'

UINTAH ENGINEERING & LAND SURVEYING
 P.O. Box 1768 Vernal, Utah

CULTURAL RESOURCE INVENTORY OF
FIVE PLANNED TXO PRODUCTION WELL PADS
IN UINTAH COUNTY, UTAH

by
Alan D. Reed, Principal Investigator
and
Rand A. Greubel, Staff Archaeologist

Alpine Archaeological Consultants, Inc.
P.O. Box 521
Montrose, Colorado 81402
(303) 249-6761

Prepared for

TXO Production Corp.
1800 Lincoln Center Building
Denver, Colorado 80264

*Under the Provisions of
BLM Cultural Resource Use Permit 89UT62700*

Project Authorization No. U89-A1-703bs

November 1989

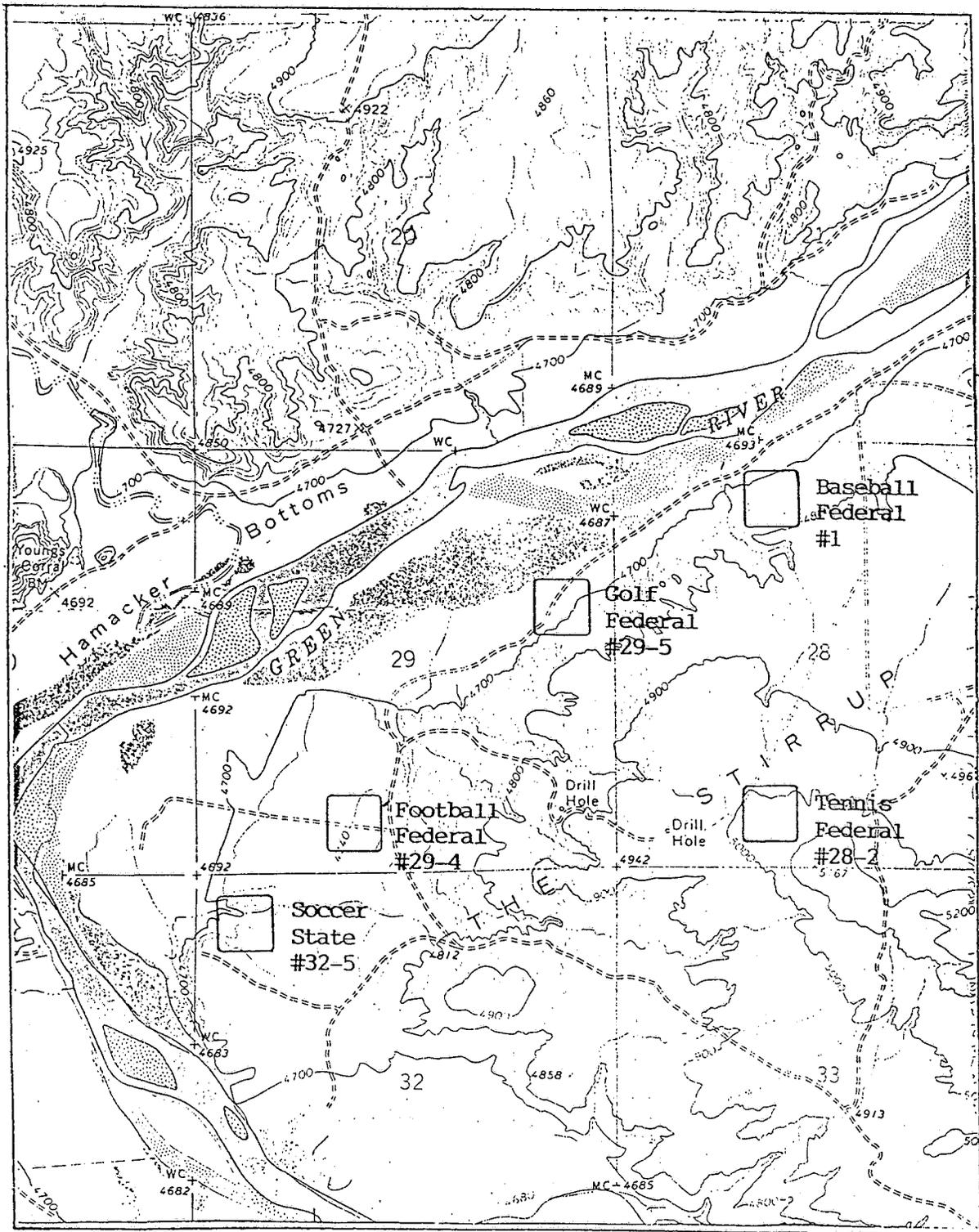
INTRODUCTION

TXO Production Corporation of Denver, Colorado is planning to construct five well pads and associated access roads in Uintah County, Utah. The five planned pads have been designated Football Federal #29-4, Golf Federal #29-5, Baseball Federal #1, Tennis Federal #28-2 and Soccer State #32-5. Construction will require the preparation of five earthen pads, each covering approximately two or three acres, and construction of approximately 366 m (1200 ft) of access roads. The planned well pads are located on state lands and on lands administered by the Bureau of Land Management, Vernal District. Because federal lands are involved, various historic preservation laws and regulations must be addressed, including the National Historic Preservation Act of 1966 (as amended), Executive Order 11593, the Archaeological Preservation Act of 1974, and the Archaeological Resources Protection Act of 1979 (as amended). It is the intent of these laws to identify significant cultural resources and to facilitate their preservation. To comply with these laws, TXO Production Corp. contracted with Alpine Archaeological Consultants, Inc. to conduct a literature review and intensive pedestrian inventory of the planned ground disturbance area.

The fieldwork was conducted on November 21, 1989 by Alan D. Reed, Principal Investigator, and Rand A. Greubel, Staff Archaeologist, of Alpine Archaeological Consultants, Inc. The fieldwork was conducted under the provisions of BLM Cultural Resource Use Permit 89UT62700. No artifacts were collected. Data generated by the project are on file at Alpine Archaeological Consultants, Inc.

LOCATION AND ENVIRONMENTAL BACKGROUND

The four planned well pads are located in the Uintah Basin of the Colorado Plateau physiographic province. Legal descriptions are provided in Table 1. The planned wells are located approximately 14.5 km (9 miles) south of Vernal in the Stirrup locality of the Green River (Figure 1). The planned pads are on gently north and west facing river terraces. Elevations range from 4700 ft (1433 m) to 5020 ft (1530 m). Soils are sandy and contain abundant water-worn gravels, including cobbles of chert and quartzite. Vegetation associated with the Soccer State #32-5, the Football Federal #29-4, the Golf Federal #29-5 and the Baseball Federal #1 pads are dominated by prickly pear, shadscale, four-wing saltbush, and grasses. In addition, the Golf Federal #29-5 location contains some broadleafed Cottonwood. The Tennis Federal #28-5 location is characterized by low, gently rolling sand dunes vegetated with Indian ricegrass, prickly pear and rabbitbrush; this pad is located on a higher terrace than the other wells.



U.S.G.S. Vernal SE, Utah
7.5' quadrangle (1964, rev. 1978)

Figure 1. Location of planned well pads Baseball Federal #1, Golf Federal #29-5, Football Federal #29-4, Tennis Federal #28-2 and Soccer State #32-5. Sections 28, 29 and 32, Township 6 South, Range 21 East, S.L.M.

Table 1. Legal Locations of Project Well Pads

Well Name	Location (S.L.M.)			
Football Federal #29-4	SE $\frac{1}{4}$, SW $\frac{1}{4}$	Sec. 29	T 6S	R21E
Golf Federal #29-5	SE $\frac{1}{4}$, NE $\frac{1}{4}$	Sec. 29	T 6S	R21E
Baseball Federal #1	NE $\frac{1}{4}$, NW $\frac{1}{4}$	Sec. 28	T 6S	R21E
Tennis Federal #28-2	SE $\frac{1}{4}$, SW $\frac{1}{4}$	Sec. 28	T 6S	R21E
Soccer State #32-5	NW $\frac{1}{4}$, NW $\frac{1}{4}$	Sec. 32	T 6S	R21E

STATEMENT OF OBJECTIVES

The primary objective of the archaeological survey was to locate significant cultural resources in the area of planned construction to aid in the preservation of those cultural resources or to facilitate the formulation of appropriate mitigative strategies. The first step in achieving this objective was to locate all cultural resources in the immediate vicinity of each well pad. This was accomplished by conducting site file searches at the Utah Division of State History and at the Bureau of Land Management's Vernal District Office and by conducting an intensive pedestrian survey of the project area. For the purpose of this study, cultural resource sites were defined as areas containing evidence of patterned human activity, in excess of 50 years antiquity. Locations of artifacts evincing greater than 50 years of age not meeting the criteria for site definition were classified as isolated finds. Recommendations regarding the significance of the cultural resources located by this project are assessed using the criteria for determining eligibility for nomination to the National Register of Historic Places. The historic preservation laws mandating this cultural resource study specifically identify eligibility to the National Register of Historic Places as the key factor in determining preservation needs. The criteria for assessing site significance, as published in the U.S. Government Code of Federal Regulations (36 CFR 60) read as follows:

National Register criteria for evaluation. The quality of significance in American history, architecture, archaeology, and culture is present in districts, sites, buildings, structures, and objects of State and local importance that possess integrity of location, design, setting, materials, workmanship, feeling, and association, and

- (a) that are associated with events that have made a significant contribution to the broad patterns of our history; or
- (b) that are associated with the lives of persons significant in our past; or
- (c) that embody the distinctive characteristics of a type, period, or method of construction, or that represent the work of a master, or that possess high artistic values, or that represent a significant and distinguishable entity whose components may lack individual distinction; or

- (d) that have yielded, or may be likely to yield, information important in prehistory or history.

Identification and evaluation of cultural resources in the project area permits formulation of management recommendations. Isolated finds do not meet the criteria for inclusion on the National Register and are not recommended for further archaeological treatment. For significant sites, management options include site avoidance and data recovery.

LITERATURE REVIEW

On November 21, 1989, a site file search was conducted at the BLM Vernal District Office. The records indicated that no cultural resources have been recorded within the project area.

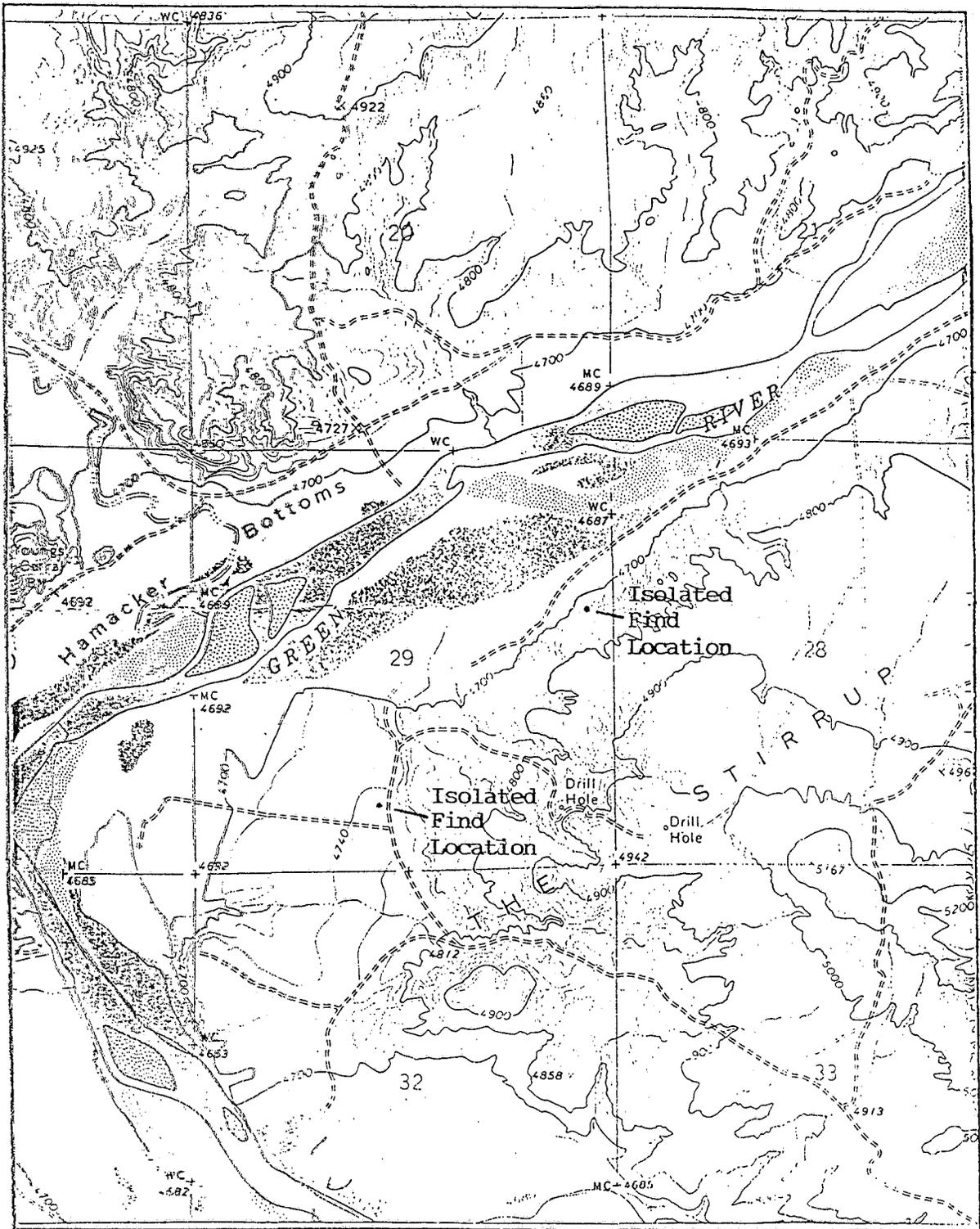
A site file search was also conducted at the Utah Division of State History on November 20, 1989. This search confirmed that no cultural resource sites had been previously recorded in the project area. State records indicate, however, that road corridors for planned access roads had been previously inspected for cultural resources within the 10-acre parcels surrounding the Football Federal #29-4 and the Soccer State #32-5 locations (Hauck 1985a; 1985b).

FIELD METHODS

The cultural resource inventory was conducted by two archaeologists. At each of the five planned well pads, a 10-acre square parcel was defined, oriented to the cardinal directions and centered on the well pad's center stake. The boundary of the parcel was walked, using a compass for orientation. Parallel sweeps, spaced at 15 m intervals, were conducted across the parcel, again using a compass for orientation. The ground surface was inspected for artifacts and cultural features. Portions of the access roads fell within the 10-acre parcel surveyed. The remaining stretches of road were surveyed to 15 m each side of the centerline.

RESULTS

The inspection of five 10-acre parcels and the inspection of approximately .4 km ($\frac{1}{4}$ mile) of associated access road resulted in the identification of two isolated finds. No cultural resource site locations were discovered. One isolated find was located in the 10-acre parcel delineated around Football Federal #29-4, within an area staked as an access road. The isolated find consists of one medium-grained black quartzite flake, bifacially retouched into a crude discoidal tool. This artifact retains approximately 15% water-worn cortex on its dorsal surface and measures approximately 5 cm length by 4.3 cm width by 2 cm thickness. The other isolated find was located within the 10-acre parcel around Baseball Federal #1. It consists of one white quartzite complete flake measuring 6.8 cm in length and retaining cortex on the platform only, and one white chalcedony broken flake measuring 2.7 cm in length with water-worn cortex covering 100% of the dorsal surface. This isolate is not within the area staked for construction. Figure 2 depicts the locations of the isolated finds.



U.S.G.S. Vernal SE, Utah
7.5' quadrangle (1964, rev. 1978)

0 2000 4000

SCALE IN FEET

0 500 1000

SCALE IN METERS

NORTH

MN

Figure 2. Locations of isolated finds. Section 29, Township 6 South, Range 21 East, S.L.M.

SUMMARY AND RECOMMENDATIONS

A site file search and intensive pedestrian inventory were conducted for five planned TXO Production Corp. well pads and associated access roads. The site file search revealed that no cultural resource sites had been previously recorded in the project area. The intensive inspection of the 53-acre project area yielded no cultural resource sites. Two prehistoric isolated finds were located near two of the planned well pads. Isolated finds are not eligible to the National Register of Historic Places and so merit no management consideration. Because no cultural resource sites were found during the project, no additional archaeological work is recommended for Football Federal #29-4, Golf Federal #29-5, Baseball Federal #1, Tennis Federal #28-2 or Soccer State #32-5 or their associated access roads prior to project development.

REFERENCES CITED

Hauck, F. R.

1985a Two Units in Stirrup Locality: Cultural Resource Inventory for Alta Energy's Cotton Club No. 1 and Stirrup No. 32-IJ Wells. Summary Report of Inspection for Cultural Resources form on file at the Utah Division of State History, Salt Lake City.

1985b Alternate Access Route: Cultural Resource Inventory for Alta Energy's Cotton Club Unit No. 1. Summary Report of Inspection for Cultural Resources form on file at the Utah Division of State History, Salt Lake City.

OPERATOR TXO Production Corp. (N1580) DATE 1-17-90

WELL NAME Tennis 28-2

SEC SESW 28 T 6S R 2/E COUNTY Uintah

43-047-31884
API NUMBER

Federal
TYPE OF LEASE

CHECK OFF:

PLAT

BOND

NEAREST WELL

LEASE

FIELD

POTASH OR OIL SHALE

PROCESSING COMMENTS:

Nearest well ok under Cause No. 127-3
Need Water Permit
Archaeological Survey Nov. 89'

APPROVAL LETTER:

SPACING: R615-2-3 N/A R615-3-2
UNIT

WATSON 127-3 3-28-85 R615-3-3
CAUSE NO. & DATE
CBPV/WSTC

STIPULATIONS:

1. Water Permit
2. The well shall be completed for production only from the Green River or Wasatch formations in accordance with order in Cause No. 127-3.



DEPARTMENT OF NATURAL RESOURCES
DIVISION OF WATER RIGHTS

*FWF
pls file on
station sheet*

Norman H. Bangert
Governor
Dir. C. Hansen
Executive Director
Robert L. Morgan
State Engineer

1606 West North Temple, Suite 220
Salt Lake City, Utah 84116 3166
801-538-7240

January 19, 1990

TXO Production Corp.
Attn: Charles K. Curlee
1800 Lincoln Center Bldg.
Denver, CO 80264

Dear Applicant:

RE: TEMPORARY APPLICATION
NUMBER 45-5381 (T64334)

Enclosed is a copy of approved Temporary Application Number 45-5381 (T64334). This is your authority to construct your works and to divert the water for the uses described.

While this approved application does give you our permission to divert and use water, it does not grant easements through public or private lands in order to gain access to the source nor to convey the water to the place of use, nor does this approval eliminate the need for such other permits as may be required by this Division or any other agency in implementing your diversion.

This application will expire January 19, 1991, and it is expected that no diversion or use of the water will be done after that date unless another proposal has been made and approved.

Your contact with this office, should you need it, is with the Area Engineer, Robert Leake. The telephone number is (801)781-0770.

Sincerely,

Robert L. Morgan, P.E.
State Engineer

RLM:rc

Encl.: Copy of Approved Temporary Application

FILING FOR WATER IN THE STATE OF UTAH RECEIVED

Rec. by _____
Fee Rec. _____
Receipt # _____
Microfilmed _____
Roll # _____

DEC 11 1989

APPLICATION TO APPROPRIATE WATER RIGHTS

DEC 11 1989

SALT LAKE

For the purpose of acquiring the right to use a portion of the unappropriated water of the State of Utah, application is hereby made to the State Engineer, based upon the following showing of facts, submitted in accordance with the requirements of Title 73, Chapter 3 of the Utah Code Annotated (1953, as amended).

* WATER RIGHT NO. 45-5381 * APPLICATION NO. T64334

1. * PRIORITY OF RIGHT: December 7, 1989 * FILING DATE: December 7, 1989

2. OWNER INFORMATION

Name(s): TXO Production Corp. Attn: C. Curlee * Interest: _____ %
Address: 1800 Lincoln Center Bldg.
City: Denver State: CO Zip Code: 80264
Is the land owned by the applicant? Yes _____ No X
(If "No", please explain in EXPLANATORY section.)

3. QUANTITY OF WATER: 0.1 cfs and/or _____ ac-ft

4. SOURCE: Green River * DRAINAGE: _____
which is tributary to Colorado River
which is tributary to _____
POINT(S) OF DIVERSION: _____ COUNTY: Uintah
1500' east and 2000' south of northwest corner of Section 29-T6S-R21E or an alternate point of diversion at 1200' east and 1300' north of southwest corner of Section 32-T6S-R21E.

Description of Diverting Works: _____
* COMMON DESCRIPTION: _____

5. POINT(S) OF REDIVERSION
The water will be rediverted from Not Applicable at a point: _____

Description of Rediverting Works: _____

6. POINT(S) OF RETURN
The amount of water consumed will be 0.1 cfs or _____ ac-ft
The amount of water returned will be None cfs or _____ ac-ft
The water will be returned to the natural stream/source at a point(s): _____

7. STORAGE
Reservoir Name: Not Applicable Storage Period: from _____ to _____
Capacity: _____ ac-ft. Inundated Area: _____ acres
Height of dam: _____ feet
Legal description of inundated area by 40 acre tract(s): _____

* These items are to be completed by the Division of Water Rights

Appropriate

8. List any other water rights which will supplement this application none

9. NATURE AND PERIOD OF USE

Irrigation:	From _____ to _____
Stockwatering:	From _____ to _____
Domestic:	From _____ to _____
Municipal:	From _____ to _____
Mining:	From _____ to _____
Power:	From _____ to _____
Other:	From <u>12-15-89</u> to <u>12-15-90</u>

10. PURPOSE AND EXTENT OF USE

Irrigation: _____ acres. Sole supply of _____ acres.
 Stockwatering (number and kind): _____
 Domestic: _____ Families and/or _____ Persons
 Municipal (name): _____
 Mining: _____ Mining District in the _____ Mine
 Ores mined: _____
 Power: Plant name: _____ Type: _____ Capacity: _____
 Other (describe): for drilling oil & gas wells.

11. PLACE OF USE

Legal description of place of use by 40 acre tract(s): Proposed oil/gas wells in T6S-R21E:
NE/NW and SE/SW of Section 28
SE/SW and SE/NE of Section 29
NW/NW of Section 32
SW/NW of SW/SW of Section 27
Exact location of wells may change.

12. EXPLANATORY

The following is set forth to define more clearly the full purpose of this application. (Use additional pages of same size if necessary): Land is federal and state, managed by the Vernal District BLM and the State of Utah. TXO Production Corp. is the operator of oil & gas leases on the subject lands.

.....
 The applicant(s) hereby acknowledges that he/she/they are a citizen(s) of the United States of America or intends to become such a citizen(s). The quantity of water sought to be appropriated is limited to that which can be beneficially used for the purposes herein described. The undersigned hereby acknowledges that even though he/she/they may have been assisted in the preparation of the above-numbered application through the courtesy of the employees of the Division of Water Rights, all responsibility for the accuracy of the information contained herein, at the time of filing, rests with the applicant(s).

Charles K. Curlee
 Signature of Applicant(s)

Charles K. Curlee
 Environmental Manager

STATE ENGINEER'S ENDORSCMENT

WATER RIGHT NUMBER: 45 - 5381

APPLICATION NO. T64334

1. December 7, 1989 Application received.
2. December 7, 1989 Application designated for APPROVAL by RWL and KLJ.
3. Comments:

Conditions:

This application is hereby APPROVED, dated January 19, 1990, subject to prior rights and this application will expire on January 19, 1991.


Robert L. Morgan, P.E.
State Engineer



State of Utah

DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Norman H. Bangerter
Governor

Dee C. Hansen
Executive Director

Dianne R. Nielson, Ph.D.
Division Director

355 West North Temple
3 Triad Center, Suite 350
Salt Lake City, Utah 84180-1203
801-538-5340

January 22, 1990

TXO Production Corporation
1800 Lincoln Center Building
Denver, Colorado 80264

Gentlemen:

Re: Tennis Fed. #28-2 - SE SW Sec. 28, T. 6S, R. 21E - Uintah County, Utah
812' FSL, 1783' FWL

Approval to drill the referenced well is hereby granted in accordance with the Order of Cause No. 127-3 dated March 28, 1985, subject to the following stipulations:

1. Prior to commencement of drilling, receipt by the Division of evidence providing assurance of an adequate and approved supply of water as required by Chapter 3, Title 73, Utah Code Annotated.
2. The well shall be completed for production only from the lower Green River and Wasatch formations in accordance with order in Cause No. 127-3.

In addition, the following actions are necessary to fully comply with this approval:

1. Spudding notification within 24 hours after drilling operations commence.
2. Submittal of an Entity Action Form within five working days following spudding and whenever a change in operations or interests necessitates an entity status change.
3. Submittal of the Report of Water Encountered During Drilling, Form 7.
4. Prompt notification if it is necessary to plug and abandon the well. Notify John R. Baza, Petroleum Engineer, (Office) (801) 538-5340, (Home) 298-7695, or Jim Thompson, Lead Inspector, (Home) 298-9318.
5. Compliance with the requirements of Rule R615-3-20, Gas Flaring or Venting, Oil and Gas Conservation General Rules.

6. Prior to commencement of the proposed drilling operations, plans for facilities for disposal of sanitary wastes at the drill site shall be submitted to the local health department. These drilling operations and any subsequent well operations must be conducted in accordance with applicable state and local health department regulations. A list of local health departments and copies of applicable regulations are available from the Division of Environmental Health, Bureau of General Sanitation, telephone (801) 538-6121.
7. This approval shall expire one (1) year after date of issuance unless substantial and continuous operation is underway or an application for an extension is made prior to the approval expiration date.

The API number assigned to this well is 43-047-31884.

Sincerely,



R. J. Birt
Associate Director, Oil & Gas

lcr
Enclosures
cc: Bureau of Land Management
D. R. Nielson
J. L. Thompson
WE14/3-4



State of Utah

DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Norman H. Bangerter
Governor

Dee C. Hansen
Executive Director

Dianne R. Nielson, Ph.D.
Division Director

355 West North Temple
3 Triad Center, Suite 350
Salt Lake City, Utah 84180-1203
801-538-5340

January 22, 1990

TXO Production Corporation
1800 Lincoln Center Building
Denver, Colorado 80264

Gentlemen:

Re: Amended Approval - Tennis Fed. #28-2 - SE SW Sec. 28, T. 6S, R. 21E
Uintah County, Utah - 812' FSL, 1783' FWL

Approval to drill the referenced well is hereby granted in accordance with Rule R615-3-2, Oil and Gas Conservation General Rules, subject to the following stipulations:

1. Prior to commencement of drilling, receipt by the Division of evidence providing assurance of an adequate and approved supply of water as required by Chapter 3, Title 73, Utah Code Annotated.
2. The well shall not be completed for production from either the Green River or Wasatch formations to avoid conflict with the order in Cause No. 127-3.
3. If production is established from the Uinta formation, the operator shall submit a Request for Agency Action to the Board of Oil, Gas and Mining in order to establish an appropriate order for spacing of wells within the area.

In addition, the following actions are necessary to fully comply with this approval:

1. Spudding notification within 24 hours after drilling operations commence.
2. Submittal of an Entity Action Form within five working days following spudding and whenever a change in operations or interests necessitates an entity status change.
3. Submittal of the Report of Water Encountered During Drilling, Form 7.
4. Prompt notification if it is necessary to plug and abandon the well. Notify John R. Baza, Petroleum Engineer, (Office) (801) 538-5340, (Home) 298-7695, or Jim Thompson, Lead Inspector, (Home) 298-9318.

5. Compliance with the requirements of Rule R615-3-20, Gas Flaring or Venting, Oil and Gas Conservation General Rules.
6. Prior to commencement of the proposed drilling operations, plans for facilities for disposal of sanitary wastes at the drill site shall be submitted to the local health department. These drilling operations and any subsequent well operations must be conducted in accordance with applicable state and local health department regulations. A list of local health departments and copies of applicable regulations are available from the Division of Environmental Health, Bureau of General Sanitation, telephone (801) 538-6121.
7. This approval shall expire one (1) year after date of issuance unless substantial and continuous operation is underway or an application for an extension is made prior to the approval expiration date.

The API number assigned to this well is 43-047-31884.

Sincerely,



R. J. Birt
Associate Director, Oil & Gas

lcr
Enclosures
cc: Bureau of Land Management
D. R. Nielson
J. L. Thompson
WE14/3-4

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

APPLICATION FOR PERMIT TO DRILL, DEEPEN, OR PLUG BACK

1a. TYPE OF WORK
 DRILL DEEPEN PLUG BACK
 b. TYPE OF WELL
 OIL WELL GAS WELL OTHER
 SINGLE ZONE MULTIPLE ZONE

2. NAME OF OPERATOR
 TXO Production Corp. Attn: ^{DIVISION OF} Curlee

3. ADDRESS OF OPERATOR
 1800 Lincoln Center Bldg. Denver, CO 80264

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.)
 At surface
 812' FSL, 1783' FWL (SE/SW) Section 28-T6S-R21E
 At proposed prod. zone

14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE*
 Approximately 12 miles south of Vernal, Utah

15. DISTANCE FROM PROPOSED* LOCATION TO NEAREST PROPERTY OR LEASE LINE, FT. (Also to nearest drlg. unit line, if any)
 812'

16. NO. OF ACRES IN LEASE
 527.7

17. NO. OF ACRES ASSIGNED TO THIS WELL
 160

18. DISTANCE FROM PROPOSED LOCATION* TO NEAREST WELL, DRILLING, COMPLETED, OR APPLIED FOR, ON THIS LEASE, FT. (Final Fed. #28-1)
 approx. 1500'

19. PROPOSED DEPTH
 3850

20. ROTARY OR CABLE TOOLS
 Rotary

21. ELEVATIONS (Show whether DF, RT, GR, etc.)
 5002' G.R.

22. APPROX. DATE WORK WILL START*
 February 10, 1990

23. PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	SIZE OF CASING	WEIGHT PER FOOT	SETTING DEPTH	QUANTITY OF CEMENT
12 1/4"	8 5/8"	24#	300'	200 sacks (approx.) to surface
7 7/8"	4 1/2"	10.5#	3850'	250 sacks

All casing will be new K-55.



IN ABOVE SPACE DESCRIBE PROPOSED PROGRAM: If proposal is to deepen or plug back, give data on present productive zone and proposed new productive zone. If proposal is to drill or deepen directionally, give pertinent data on subsurface locations and measured and true vertical depths. Give blowout preventer program, if any.

24. SIGNED Gary T. Wurdeman TITLE Dist. Drilling & Prod'n Mgr. DATE December 28, 1989
 (This space for Federal or State office use)

PERMIT NO. _____ APPROVAL DATE _____
 APPROVED BY Sheld E. Jensen TITLE ACTING ASSISTANT DISTRICT MANAGER MINERALS DATE FEB 21 1990
 CONDITIONS OF APPROVAL, IF ANY: _____

NOTICE OF APPROVAL CONDITIONS OF APPROVAL ATTACHED TO OPERATOR'S COPY

*See Instructions On Reverse Side

UT080-0m16

CONDITIONS OF APPROVAL FOR NOTICE TO DRILL

Company TXO PRODUCTION COMPANY Well No. Tennis Federal #28-2
Location SE/SW Sec. 28, T6S, R21E Lease No. U-34711

Approval of this application does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.

Be aware fire restrictions may be in effect when location is being constructed and/or when well is being drilled. Contact the appropriate Surface Management Agency for information.

A. DRILLING PROGRAM

1. Estimated Depth at Which Oil, Gas, Water, or Other Mineral Bearing Zones are Expected to be Encountered

Report ALL water shows and water-bearing sands to Tim Ingwell of this office. Copies of State of Utah form OGC-8-X are acceptable. If noticeable water flows are detected, submit samples to this office along with any water analyses conducted.

All usable water and prospectively valuable minerals (as described by BLM at onsite) encountered during drilling, will be recorded by depth and adequately protected. All oil and gas shows will be tested to determine commercial potential.

2. Pressure Control Equipment

The BOP and related equipment shall meet the minimum requirements of onshore Oil and Gas Order No. 2 for equipment and testing requirements, procedures, etc., and individual components shall be operable as designed.

Please be advised that the potential exists for abnormal pressure gradients to occur in the lower portion of the Uinta Formation.

The Vernal District Office shall be notified, with sufficient lead time, in order to have a BLM representative on location during pressure testing.

3. Casing Program and Auxiliary Equipment

Surface casing shall have centralizers on every fourth joint of casing starting with the shoe joint and up to the bottom on the cellar.

Useable water may be encountered from +200-1492 ft., +1624-1721 ft., +2039-2074 ft., +2179-2209 ft., and +2792-2892 ft. in the Uinta Formation. If encountered, the resources will need to be

isolated and/or protected via the cementing program for the production casing.

The District Office shall be notified, with sufficient lead time, in order to have a BLM representative on location while running all casing strings and cementing.

4. Mud Program and Circulating Medium

No chromate additives will be used in the mud system on Federal and Indian lands without prior BLM approval to ensure adequate protection of fresh water aquifers.

5. Coring, Logging and Testing Program

Daily drilling and completion progress reports shall be submitted to this office on a weekly basis.

All Drill Stem tests (DST) shall be accomplished during daylight hours, unless specific approval to start during other hours is obtained from the Authorized Officer. However, DSTs may be allowed to continue at night if the test was initiated during daylight hours and the rate of flow is stabilized and if adequate lighting is available (i.e., lighting which is adequate for visibility and vaporproof for safe operations). Packers can be released, but tripping should not begin before daylight unless prior approval is obtained from the Authorized Officer.

A cement bond log (CBL) shall be utilized to determine the top of cement (TOC) for the intermediate and production casing.

Whether the well is completed as a dry hole or as a producer, "Well Completion and Recompletion Report and Log" (Form 3160-4) will be submitted not later than 30 days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3164. Two copies of all logs, core descriptions, core analyses, well-test data, geologic summaries, sample description, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations, will be filed with Form 3160-4. Samples (cuttings, fluids, and/or gases) will be submitted when requested by the Authorized Officer (AO).

6. Notifications of Operations

No location will be constructed or moved, no well will be plugged, and no drilling or workover equipment will be removed from a well to be placed in a suspended status without prior approval of the AO. If operations are to be suspended, prior approval of the AO will be obtained and notification given before resumption of operations.

The spud date will be reported orally to the AO within 48 hours after spudding. If the spudding occurs on a weekend or holiday, the report will be submitted on the following regular work day. The oral report will be followed up with a Sundry Notice.

Operator shall report production data to MMS pursuant to 30 CFR 216.5 using form MMS/3160.

Immediate Report: Spills, blowouts, fires, leaks, accidents, or any other unusual occurrences shall be promptly reported in accordance with the requirements of NTL-3A or its revision.

If a replacement rig is contemplated for completion operations, a "Sundry Notice" (Form 3160-5) to that effect will be filed, for prior approval of the AO, and all conditions of this approved plan are applicable during all operations conducted with the replacement rig.

Should the well be successfully completed for production, the AO will be notified when the well is placed in a producing status. Such notification will be sent by telegram or other written communication, not later than five (5) days following the date on which the well is placed on production.

Pursuant to NTL-2B, with the approval of a District Engineer, produced water may be temporarily disposed of into unlined pits for a period of up to 90 days. During the period so authorized, an application for approval of the permanent disposal method, along with the required water analysis and other information, must be submitted to the District Engineer.

Gas produced from this well may not be vented or flared beyond an initial authorized test period of 30 days or 50 MMCF following its completion, whichever occurs first, without the prior written approval of the Authorized Officer. Should gas be vented or flared without approval beyond the authorized test period, the operator may be directed to shut-in the well until the gas can be captured or approval to continue venting or flaring as uneconomic is granted and the operator shall be required to compensate the lessor for that portion of the gas vented or flared without approval which is determined to have been avoidably lost.

A schematic facilities diagram as required by 43 CFR 3162.7-2, 3162.7-3, and 3162.7-4 shall be submitted to the appropriate District Office within 30 days of installation or first production, whichever occurs first. All site security regulations as specified in Onshore Oil & Gas Order No. 3 shall be adhered to. All product lines entering and leaving hydrocarbon storage tanks will be effectively sealed in accordance with 43 CFR 3162.7-4.

No well abandonment operations will be commenced without the prior approval of the AO. In the case of newly drilled dry holes or failures, and in emergency situations, oral approval will be obtained from the AO. A "Subsequent Report of Abandonment" Form

3160-5, will be filed with the AO within 30 days following completion of the well for abandonment. This report will indicate where plugs were placed and the current status of surface restoration. Final abandonment will not be approved until the surface reclamation work required by the approved APD or approved abandonment notice has been completed to the satisfaction of the AO or his representative, or the appropriate Surface Managing Agency.

Pursuant to Onshore Oil and Gas Orders, lessees and operators have the responsibility to see that their exploration, development, production, and construction operations are conducted in a manner which conforms with applicable Federal laws and regulations and with State and local laws and regulations to the extent that such State and local laws are applicable to operations on Federal or Indian lands.

7. Other Information

All loading lines will be placed inside the berm surrounding the tank battery.

All site security guidelines identified in Onshore Oil and Gas Order No. 3 regulations will be adhered to.

All off-lease storage, off-lease measurement, or commingling on-lease or off-lease will have prior written approval from the AO.

Gas meter runs for each well will be located within 500 feet of the wellhead. The gas flowline will be buried or anchored down from the wellhead to the meter and 500 feet downstream of the meter run or any production facilities. Meter runs will be housed and/or fenced.

The oil and gas measurement facilities will be installed on the well location. The oil and gas meters will be calibrated in place prior to any deliveries. Tests for meter accuracy will be conducted monthly for the first three months on new meter installations and at least quarterly thereafter. The AO will be provided with a date and time for the initial meter calibration and all future meter proving schedules. A copy of the meter calibration reports will be submitted to the Vernal District Office. All meter measurement facilities will conform with Onshore Oil & Gas Order No. 4 for liquid hydrocarbons and Onshore Oil & Gas Order No. 5 for natural gas measurement.

The use of materials under BLM jurisdiction will conform to 43 CFR 3610.2-3.

There will be no deviation from the proposed drilling and/or work-over program without prior approval from the AO. Safe drilling and operating practices must be observed. All wells, whether drilling, producing, suspended, or abandoned will be identified in accordance with 43 CFR 3162.

"Sundry Notice and Report on Wells" (Form 3160-5) will be filed for approval for all changes of plans and other operations in accordance with 43 CFR 3162.3-2.

Section 102(b)(3) of the Federal Oil and Gas Royalty Management Act of 1982, as implemented by the applicable provisions of the operating regulations at Title 43 CFR 3162.4-1(c), requires that "not later than the 5th business day after any well begins production on which royalty is due anywhere on a lease site or allocated to a lease site, or resumes production in the case of a well which has been off production for more than 90 days, the operator shall notify the authorized officer by letter or sundry notice, Form 3160-5, or orally to be followed by a letter or sundry notice, of the date on which such production has begun or resumed."

The date on which production is commenced or resumed will be construed for oil wells as the date on which liquid hydrocarbons are first sold or shipped from a temporary storage facility, such as a test tank, and for which a run ticket is required to be generated or, the date on which liquid hydrocarbons are first produced into a permanent storage facility, whichever first occurs; and, for gas wells as the date on which associated liquid hydrocarbons are first sold or shipped from a temporary storage facility, such as a test tank, and for which a run ticket is required to be generated or, the date on which gas is first measured through permanent metering facilities, whichever first occurs.

If you fail to comply with this requirement in the manner and time allowed, you shall be liable for a civil penalty of up to \$10,000 per violation for each day such violation continues, not to exceed a maximum of 20 days. See Section 109(c)(3) of the Federal Oil and Gas Royalty Management Act of 1982 and the implementing regulations at Title 43 CFR 3162.4-1(b)(5)(ii).

APD approval is valid for a period of one (1) year from the signature date. An additional one (1) year approval period may be granted, if requested, prior to the expiration of the original approval period.

In the event after-hours approvals are necessary, please contact one of the following individuals:

Gerald E. Kenczka (801) 781-1190
Petroleum Engineer

Ed Forsman (801) 789-7077
Petroleum Engineer

Date NOS Received: 12/06/89

CONDITIONS OF APPROVAL
FOR THE SURFACE USE PROGRAM OF THE
APPLICATION FOR PERMIT TO DRILL

Company/Operator TXO PRODUCTION CORP.
Well Name & Number Tennis Federal 28-2
Lease Number U-34711
Location SE/SW Sec. 28 T. 6S R. 21E

1. Plans for Restoration of Surface

If seeding is unsuccessful, the lessee/operator may be required to make subsequent seedings.

2. Other Additional Information

A small sediment catchment should be constructed just north of the pad in the existing drainage.

All lease and/or unit operations will be conducted in such a manner that full compliance is made with all applicable laws, regulations, Onshore Oil and Gas Orders, the approved plan of operations, and any applicable Notice to Lessees. The operator is fully responsible for the actions of his/her subcontractors. A copy of these conditions will be furnished to the field representative to ensure compliance.

The dirt contractor will be provided with an approved copy of the Surface Use Plan from the APD.

This drilling permit will be valid for a period of one (1) year from the date of approval. After permit termination, a new application will be filed for approval for any future operations.

UNITED STATES OF AMERICA,
STATE OF OHIO,
OFFICE OF THE SECRETARY OF STATE.

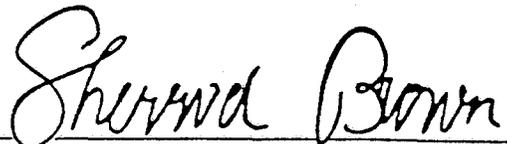
I, Sherrod Brown

do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations; that said records show an AGREEMENT OF MERGER of MARATHON PETROLEUM COMPANY, an Ohio corporation, Charter No. 7265, having its principal location in Findlay, County of Hancock, and incorporated on August 1, 1887, and TXO PRODUCTION CORP., a Delaware corporation, having qualified to do business within the State of Ohio on November 2, 1983, under License No. 623328, into MARATHON OIL COMPANY, an Ohio corporation, Charter No. 584981, the survivor of said Merger, filed in this office on December 24, 1990, recorded in the Records of Incorporation. Said surviving corporation, MARATHON OIL COMPANY, an Ohio corporation, Charter No. 584981, having its principal location in Findlay, County of Hancock, was incorporated on November 18, 1981 and is currently in GOOD STANDING upon the records of this office.

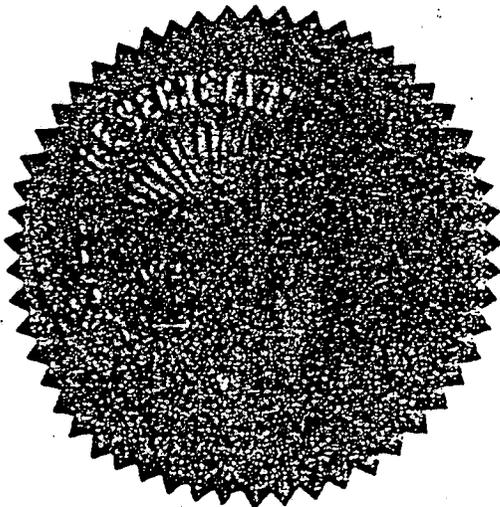
WITNESS my hand and official seal at

Columbus, Ohio, this

28th day of December, A.D. 19 90



Sherrod Brown
Secretary of State



RECEIVED
JAN 24 1991



P.O. Box 2690
Cody, Wyoming 82414
Telephone 307/587-4960

DIVISION OF
OIL, GAS & MINING

DRW
1-2
Mr. R. Furth

January 22, 1991

CERTIFIED MAIL - RETURN RECEIPT REQUESTED

UTAH DIVISION OF OIL, GAS & MINING
3 Triad Center, Ste. 350
Salt Lake City, UT 84180-1203
Attention: State Director

Re: The Merger of TXO Production Corp. into
Marathon Oil Company

Gentlemen:

As Marathon Oil Company advised in its October 8, 1990 letter, TXO Production Corp., a Delaware corporation ("TXO") was being merged into Marathon Oil Company, an Ohio corporation ("Marathon"), on or before January 1, 1991. As stated in the October letter, before this merger, both TXO and Marathon were subsidiaries of USX Corporation.

Effective January 1, 1991, TXO was merged into Marathon, with Marathon becoming the surviving corporation, as evidenced by the enclosed Certificate of Merger signed by the Secretary of State for the State of Ohio. Due to this statutory merger, by operation of law, Marathon, as the surviving entity, has succeeded to all of the assets, property, rights, privileges, power and authority, and has assumed all obligations and liabilities of TXO which existed on the date of the merger.

Marathon requests that your records and filings be changed to reflect this merger, including making any appropriate change in your operator or ownership records. For the purposes of any change, mailing or notification, please substitute the following address and phone number for TXO:

Marathon Oil Company
Attention: Mr. R. P. Meabon
1501 Stampede Avenue
P. O. Box 2690
Cody, WY 82414
(307) 587-4961

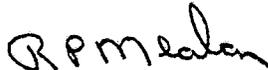
Utah Division of Oil, Gas & Mining
January 22, 1991
Page 2

Any bond in the name of TXO should be cancelled and all wells and properties shown on the attached Exhibit "A" should be placed on Marathon's statewide bond for the state of Utah.

Marathon respectfully requests that you acknowledge your receipt of this letter by signing the enclosed duplicate original of this letter in the space provided below, and returning it to me in the self-addressed, stamped envelope provided. Also, please provide Marathon with confirmation of the bond cancellations in accordance with the substitution requested above.

Marathon appreciates your patience and cooperation in this matter, and if Marathon can be of any further assistance, please feel free to contact this office.

Sincerely,



R. P. Meabon
Regulatory Coordinator
Rocky Mountain Region
Extension 3003

RPM:mh

Attachments

RECEIVED AND ACCEPTED THIS _____ DAY OF _____,
1991, BY:

[Governmental Agency or Department]

By _____
Name _____
Its _____
Title _____

DOBm - FYI - From Connie Larson - TAX COMMISSION

Tax Compliance Division



Findlay, Ohio 45840
Telephone 419/422-2121

January 23, 1991

N1580

TO WHOM IT MAY CONCERN:

Effective immediately after the close of business on December 31, 1990, TXO Production Corporation, taxpayer I.D. 75-1710388, a Delaware Corporation, was merged into Marathon Oil Company, taxpayer I.D. 25-1410539.

Following the merger, all business activity previously conducted by TXO Production Corporation will be conducted by and under the name of Marathon Oil Company.

Marathon Oil Company
Tax Organization

GRL:pah
GRL100T

FEB 14 1991
REC'D USITC P.B.

Send a copy to DOBm 2-21-91

Copy sent to Master
Sale Mail

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET

Routing:

1- LCR	<i>ja</i>
2- DTS	<i>CS</i>
3- VLC	
4- RJF	<input checked="" type="checkbox"/>
5- RWM	<i>ja</i>
6- LGR	<i>ja</i>

Attach all documentation received by the division regarding this change.
 Initial each listed item when completed. Write N/A if item is not applicable.

- Change of Operator (well sold) Designation of Agent
 Designation of Operator Operator Name Change Only

The operator of the well(s) listed below has changed (EFFECTIVE DATE: 1-1-91)

TO (new operator)	<u>MARATHON OIL COMPANY</u>	FROM (former operator)	<u>TXO PRODUCTION CORP.</u>
(address)	<u>P. O. BOX 2690</u>	(address)	<u>P. O. BOX 2690</u>
	<u>CODY, WY 82414</u>		<u>CODY, WY 82414</u>
	<u>phone (307) 587-4961</u>		<u>phone (307) 587-4961</u>
	<u>account no. N 3490</u>		<u>account no. N1580</u>

Well(s) (attach additional page if needed): *****MERGER*****

Name: **SEE ATTACHED**	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____
Name: _____	API: _____	Entity: _____	Sec _____	Twp _____	Rng _____	Lease Type: _____

OPERATOR CHANGE DOCUMENTATION

- N/A* 1. (Rule R615-8-10) Sundry or other legal documentation has been received from former operator (Attach to this form). *(see documentation)*
- See* 2. (Rule R615-8-10) Sundry or other legal documentation has been received from new operator (Attach to this form). *(Rec. 1-24-91)*
- N/A* 3. The Department of Commerce has been contacted if the new operator above is not currently operating any wells in Utah. Is company registered with the state? (yes/no) _____ If yes, show company file number: _____.
- See ** 4. (For Indian and Federal Wells ONLY) The BLM has been contacted regarding this change (attach Telephone Documentation Form to this report). Make note of BLM status in comments section of this form. Management review of Federal and Indian well operator changes should take place prior to completion of steps 5 through 9 below.
- See* 5. Changes have been entered in the Oil and Gas Information System (Wang/IBM) for each well listed above. *(2-26-91)*
- See* 6. Cardex file has been updated for each well listed above.
- See* 7. Well file labels have been updated for each well listed above.
- See* 8. Changes have been included on the monthly "Operator, Address, and Account Changes" memo for distribution to State Lands and the Tax Commission.
- See* 9. A folder has been set up for the Operator Change file, and a copy of this page has been placed there for reference during routing and processing of the original documents.

ENTITY REVIEW

- 1. (Rule R615-8-7) Entity assignments have been reviewed for all wells listed above. Were entity changes made? (yes/no) no (If entity assignments were changed, attach copies of Form 5, Entity Action Form).
- 2. State Lands and the Tax Commission have been notified through normal procedures of entity changes.

BOND VERIFICATION (Fee wells only)

- 1. (Rule R615-3-1) The new operator of any fee lease well listed above has furnished a proper bond. *(Federal & State wells only!)*
- 2. A copy of this form has been placed in the new and former operators' bond files. *(upon completion of routing)*
- 3. The former operator has requested a release of liability from their bond (yes) no yes. Today's date February 27, 1991. If yes, division response was made by letter dated March 1, 1991.

INTEREST OWNER NOTIFICATION RESPONSIBILITY

- 1. (Rule R615-2-10) The former operator/lessee of any fee lease well listed above has been notified by letter dated _____ 19____, of their responsibility to notify any person with an interest in such lease of the change of operator. Documentation of such notification has been requested.
- 2. Copies of documents have been sent to State Lands for changes involving State leases. *DS 5/3-5-91*

MICROFILMING

- 1. All attachments to this form have been microfilmed. Date: March 11 1991. *RWM*

INDEXING

- 1. Copies of all attachments to this form have been filed in each well file.
- 2. The original of this form and the original attachments have been filed in the Operator Change file.

REMARKS

910204 Bfm/maab ~~No doc. as of yet.~~ (In the process of changing) will call when approved.
 Bfm/S.L. Book Cliffs Unit, Oil Springs Unit, Marble Mansion Unit (Not approved as of yet)

910204 St. Lands - No documentation as of yet. (Copy hand delivered 2-8-91) for

910222 Bfm/S.L. - Approved 2-20-91 - OK for DOGM to recognize eff. date 1-1-91. (T. Thompson)

910226 St. Lands - Needs additional info. "will take 2-3 weeks". (Proceed with change per DTS)

1/34-35

DATE: 01/30/91

WELLS BY OPERATOR

PAGE: 120

ACCT NUM	COMPANY NAME	FLD NUM	FIELD NAME	TOWN SHIP	RANGE	SEC	QTR QTR	API NUMBER	PROD ZONE	WELL STATUS	ENTITY	WELL NAME

N1580	TXO PRODUCTION CORP.	2	UNDESIGNATED	S170	E240	21	SESE	4301930766		PA	99998	BARNHILL FEDERAL #1
				S170	E240	23	NENE	4301931005		PA	99998	BRYSON WASH FEDERAL #1
		1	WILDCAT	S170	E240	27	NWNE	4301920351		LA	99998	BNT FEDERAL #2
		180	BOOK CLIFFS	S180	E220	33	NWSW	4301931149		LA	99998	BOOK CLIFFS #6
				S180	E220	33	NWSW	4301931079		LA	99998	BOOK CLIFFS UNIT #6
		205	GREATER CISCO	S200	E230	6	NESE	4301931064		PA	99998	CISCO SPRINGS C 1
				S200	E230	15	NESE	4301931097		LA	99998	CISCO SPRINGS "B" #2
		620	HORSESHOE BEND	S060	E220	34	NESE	4304731655	UNTA	SGW	6712	BRIDLE FEDERAL #2
				S070	E220	9	NWSW	4304731670		LA	99998	CITIES SOUTH BEND FED 'A'
		205	GREATER CISCO	S210	E220	11	SWNE	4301930328		PA	99998	KLOTZ FEDERAL #1
		620	HORSESHOE BEND	S060	E210	27	SWNW	4304731474		LA	99998	SHUFFLEBOARD FED #1
		250	SAN ARROYO	S160	E250	6	SWSW	4301931146		LA	99998	ARCO FEDERAL "B" #2
		2	UNDESIGNATED	S070	E250	31	SWSE	4304731430		PA	99998	COYOTE BASIN FED A-1
		670	ROCK HOUSE	S110	E230	7	SENE	4304731748	WSTC	PGW	10669	CRACKER FEDERAL #4
		595	EVACUATION CREEK	S120	E250	2	NENE	4304731674	DKTA	POW	10661	EVACUATION CREEK STATE "A"
		1	WILDCAT	S060	E190	1	SWSW	4304731514		PA	99998	OURAY FEDERAL 1
		670	ROCK HOUSE	S110	E230	2	NESW	4304731688		LA	99998	ROCK STATE #1
		1	WILDCAT	S150	E220	31	SWNE	4304731094	DKTA	PA	99998	MEADOW CREEK #1
		635	OIL SPRINGS	S120	E240	4	SESW	4304731248	GRRV	PA	6795	OIL SPRINGS UNIT 7
		670	ROCK HOUSE	S110	E230	18	SESE	4304731865	WSTC	POW	10997	MARBLE MANSION UNIT #1
		620	HORSESHOE BEND	S060	E220	34	SENE	4304731866	UNTA	PGW	11011	BRIDLE FEDERAL 4
				S060	E210	35	NENW	4304731867	UNTA	PGW	11013	CROQUET FEDERAL 3
				S060	E210	35	NESW	4304731868	UNTA	PA	11014	CROQUET FEDERAL 4
				S060	E210	27	SWNW	4304731871		LA	99998	SHUFFLEBOARD FED. #2
				S060	E210	29	SESW	4304731883	UNTA	SGW	11085	FOOTBALL FED. 29-4
		2	UNDESIGNATED	S060	E210	28	SESW	4304731884	UNTA	DRL	99999	TENNIS FED. #28-2 <i>U-34711</i>
		2	UNDESIGNATED	S060	E210	29	SENE	4304731886		PA	11091	GOLF FED. #29-5
		620	HORSESHOE BEND	S060	E210	28	NENW	4304731887	UNTA	DRL	99999	BASEBALL STATE #1 <i>ml-41862</i>
				S060	E210	32	NWNW	4304731888		PA	11081	SOCCER STATE #32-5
		1	WILDCAT	S110	E250	25	NENW	4304731896		PA	11108	EVACUATION CREEK UNIT #1
N1590	GULF OIL CORPORATION	5	ROZEL POINT	N080	W070	17	NWNE	4300310411		PA	99998	STATE-ROZEL #1
		1	WILDCAT	S100	E140	25	NWNW	4301320269		PA	99998	FIVE MILE DRAW FEDERAL #1
				S180	E150	1	SWNE	4301530199		PA	99998	MCKNIGHT A FEDERAL #2
				N110	W050	18	SESE	4300310409		PA	99998	ADAMS FEE #1
		2	UNDESIGNATED	S040	W020	18	NWSW	4301330043		PA	99998	SOUTHWEST MYTON #1
		1	WILDCAT	S310	E130	16	NESW	4301730050		PA	99998	GARFIELD "K" STATE #1
				N060	W160	14	NWNW	4300310412		PA	99998	WILLIAMS-FEDERAL #1
		100	INDIAN CANYON	S050	W060	15	NENE	4301330045		PA	99998	BUCK KNOLL #1
		1	WILDCAT	S130	E140	24	NWSE	4300710413		PA	99998	PRESTON-NUTTER #1
		65	BLUEBELL	NO10	W020	19	SENE	4301330256		LA	99998	UTE TRIBAL #1-1922
				NO10	W020	30	SENE	4301330365		LA	99998	UTE TRIBAL #1-3022
		88	COTTONWOOD WASH	NO10	W030	7	SENE	4301330015	MRSN	PA	99998	COTTONWOOD WASH UTE TRIBA
		65	BLUEBELL	NO10	W030	25	SENE	4301330430		LA	99998	SPRING HOLLOW UNIT-TRIBAL
		55	ALTAMONT	NO10	W030	28	SENE	4301330073	GR-WS	PA	99998	SPRING HOLLOW UNIT-TRIBAL
				NO10	W030	32	SWNE	4301330284	GR-WS	PA	99998	SPRING HOLLOW UNIT-TRIBAL
		1	WILDCAT	NO10	W040	2	SWSW	4301320285		PA	99998	BURNT MILL SPRING TRIBAL
				NO10	W040	11	SWNE	4301330003		PA	99998	BURNT MILL SPRING TRIBAL

RECEIVED

MAY 13 1991

DIVISION OF
OIL GAS & MINING

3162.35
(UT08438)

May 7, 1991

Marathon Oil Company

TXO Production Corp.
ATTN: S.K. Curlee
1800 Lincoln Center Bldg.
Denver, CO 80264

Re: Rescind Application for Permit to Drill
Well #: Tennis Federal 28-2
Section 28, T5S, R21E
Uintah County, Utah
Lease U-34711

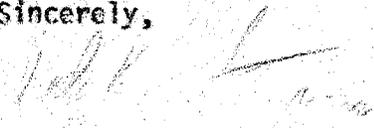
Dear Mr. Curlee:

43-047-31884

The Application for Permit to Drill the referenced well was approved on February 21, 1990. Since that date, no known activity has transpired at the approved location. Under current District policy, Applications for Permit to Drill are effective for a period of one year. In view of the foregoing, this office is rescinding the approval of the referenced application without prejudice. If you intend to drill at this location at a future date, a new Application for Permit to Drill must be submitted.

This office requires a letter confirming that no surface disturbance has been made for this drill site. Any surface disturbance associated with the approved location of this well is to be rehabilitated. A schedule for this rehabilitation must be submitted to this office. Your cooperation in this matter is appreciated.

Sincerely,


Howard B. Cleavinger II
Assistant District Manager
for Minerals

bcc: State Div. O G & M
Well File
U-922/U-943

MHerrmann:lds:0473H:5.6.91



State of Utah

DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Norman H. Bangertter

Governor

Dee C. Hansen

Executive Director

Dianne R. Nielson, Ph.D.

Division Director

355 West North Temple

3 Triad Center, Suite 350

Salt Lake City, Utah 84180-1203

801-538-5340

May 20, 1991

Marathon Oil Company
P.O. Box 2690
Cody, Wyoming 82414

Gentlemen:

Re: Well No. Tennis Federal 28-2, Sec. 28, T. 6S, R. 21E, Uintah County, Utah
API No. 43-047-31884

In concert with action taken by the U.S. Bureau of Land Management, approval to drill the above referenced well is hereby rescinded. A new Application for Permit to Drill must be filed with this office for approval prior to the commencement of any future work on the subject location.

If any previously unreported operations have been performed on this well location, it is imperative that you notify the Division of Oil, Gas and Mining immediately.

Sincerely,

Don Staley
Administrative Supervisor
Oil and Gas

DME/lde

cc: R.J. Firth
Bureau of Land Management - Vernal
Well file

WOI196